US EPA RECORDS CENTER REGION 5

forma Number 164777 06/24/97 88902 DYGERT SEATING, INC. 88902-000001 GENERAL Billing Attorney: Geoffrey K. Church

Page 2 (2)

Billing Arrangement: Hourly

* * * * * * * MATTER BILLING ADDRESS * * * * * * * *

88902 DYGERT SEATING, INC. ATTN: MR. DAVE DYGERT P.O. BOX 847 ELKHART, IN 46515 * * * * * * * * CLIENT BILLING ADDRESS * * * * * * *

DYGERT SEATING, INC. ATTN: MR. DAVE DYGERT P.O. BOX 847 ELKHART, IN 46515

88902-000001 GENERAL

Matter Value

x Attorney Date

Hours

Stat

Task Activity Description of Services Rendered

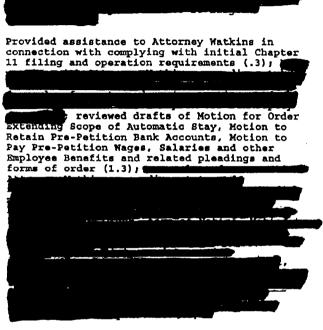
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06/24/97 164777

DYGERT SEATING, INC. 288902-000001 GENERAL

Billing Arrangement: Hourly

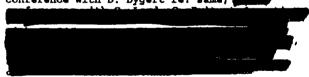
3533 01/31/97 00520SMK 770:00 1-6 280,-3654 .80 144.00 00531BJC 01/31/97 903:00 3662 00532GKC 01/31/97 336. -1-6 .80 120.00 01/31/97 В 1713 00545MJA



Page 3 (3)

Reviewed tax issues on insolvency.

Phone conference with M. Watkins.re: Chapter 11 hearings and meetings with counsel; phone conference with D. Dygert re: same;



Attended meeting with attorneys Watkins and Keller regarding (a) status of negotiations between Dygert, NBD Bank and prospective purchaser and remaining issues in dispute, (b) additional preliminary matters to handle for Dygert as debtor-in-possession, including obtaining authority for payment of prepetition wages and retention of existing bank accounts

forma Number	164777	06/24/97
88902	DYGERT SEAT	TING, INC.
88902-000001	GENERAL	

Billing Attorney: Geoffrey K. Church

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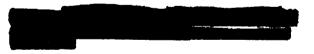
Billing Arrangement: Hourly

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 as DIP accounts, and (c) strategy for continued negotiations and handling of Chapter 11 case until liquidating sale (.5); reviewed materials documenting Dygert's current assets, liquidation analysis and issues for settlement negotiations and matters to be addressed in Dygert's Chapter 11 bankruptcy case (.3).

Review and organize files:

telephone conference with Dygert personnel regarding utility deposit and other general post-petition operations issues (.2), telephone conference with Attorney for Gemini Plastics regarding information related to bankruptcy case (.2), traveled to Blkhart and attended meeting with Attorney Church, Dave Dygert and other Dygert representatives concerning all pending Chapter 11 operation issues, sale negotiations and various motions to be filed (5.5).



Received and reviewed information from Dygert relating to post-petition bank accounts (.2); reviewed messages from Attorney Church and M&I Leasing regarding Chapter 11 issues (.3);

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Billing Attorney: Geoffrey K. Church

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88902-000001 GENERAL

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411 00520SMK 02/06/97 70. -

telephone conference with Mr. Langonal from M&I Leasing regarding status of equipment lease (.2); received and reviewed pro forma income statement and other financial information from Dygert and conducted analysis as to whether company can operate in Chapter 11 without additional financing (1.2); received and reviewed pre-petition payroll information from Dygert (.2); received and reviewed correspondence from Ms. Stephan regarding bankruptcy information to Dygert's vendors and conducted follow-up work regarding same (.2).

Telephone conference with Mr. Rader regarding initial debtor conference issues (.2);

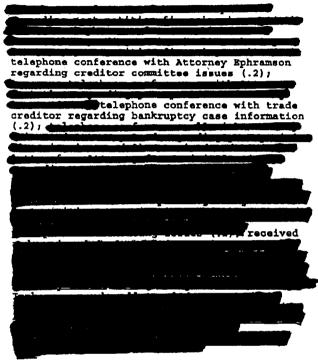
Billing Attorney: Geoffrey K. Church

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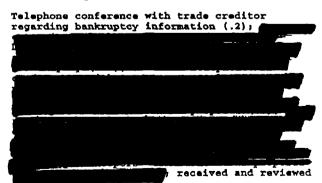
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Billing Arrangement: Hourly

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Put together packet of documents filed to date to send to FlexSteel's counsel per attorney Keller's request.



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forma Number 164777 06/24/97 DYGERT SEATING, INC. 38902

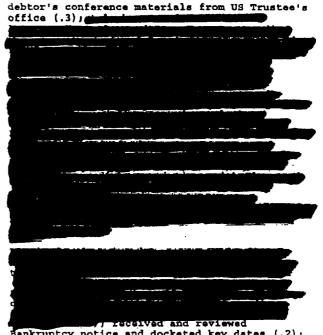
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Bankruptcy notice and docketed key dates (.2); received and reviewed Appearance and Request for Notices along with Proof of Claim filed by attorney for Absecon Mills (.2).

Correspondence to EEOC and ICRC advising of pending bankruptcy.

responded to a number of creditor inquirred concerning the bankruptcy filing and reviewed the committee appointment made by the Trustee and further reviewed the trustee's guidelines and began preparing the debtor's responses to the requisite informational sections in preparation for the initial debtor conference and

(3.6)

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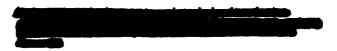
Page 8 (8)

Billing Arrangement: Hourly

88902-000001 GENERAL

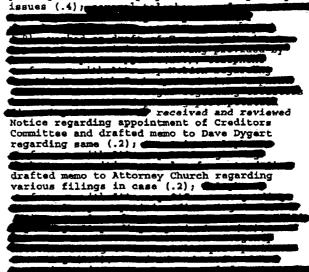
1923 005179AR 02/10/97 .40 B 36.00

3454 00520SMK 02/10/97 7.20 B 1.260.00 /92.50



Office conference with attorney Wakins regarding request from attorney Benko for order regarding staying proceedings (.2); office conference with attorney Benko to provide him with copy of proof of claim (.2).

Telephone conference call with Dave Dygert and Attorney Watkins regarding status of negotiations with Flexateel and Innkeepers and other potential alternatives for reorganization or sale of company (.3); had meeting with Attorney Watkins regarding status of all pending matters and prepared notes regarding



Billing Attorney: Geoffrey K. Church

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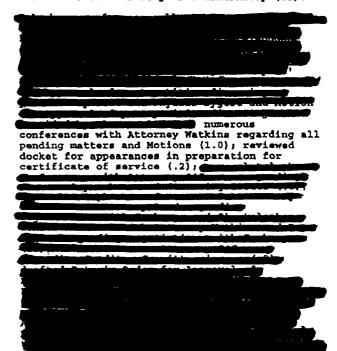
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473 00520SMK 02/11/97 9.60 B 1,680.00 2/0, -



Obtained current docket and supplied same to attorney Keller (.2); conferred with attorney Watkins regarding contacting Judge Rodibaugh's law clerk to check court's availability for possible emergency hearing (.2); telephone conference with Judge's clerk to discuss same (.2); additional conference with attorney Watkins to discuss Judge's availability (.2).



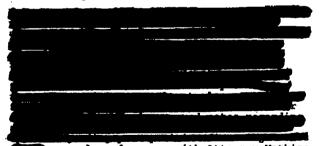
Page 10 (10)

Billing Arrangement: Hourly

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Finalized the draft responses of Dygert Seating to the U.S. Trustee's initial conference reports and forwarded same to Rita Stephan for (.8) review and comment



several conferences with Attorney Watkins regarding all pending matters and revisions to order approving sale to Plexsteel (.6); conferred with Attorney Church regarding status of all pending matters (.2),

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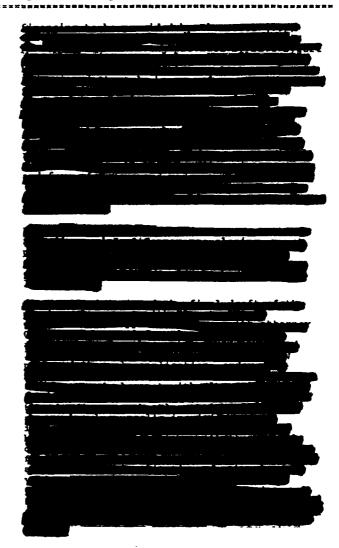
forma Number 164777 06/24/97 88902 UYGERT SEATING, INC. 88902-000001 GENERAL

Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

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Conferred with attorney Watkins regarding preparing for and overseeing mass mailing of notices. Began preparing for mailing by having matrix list typed into computer to produce

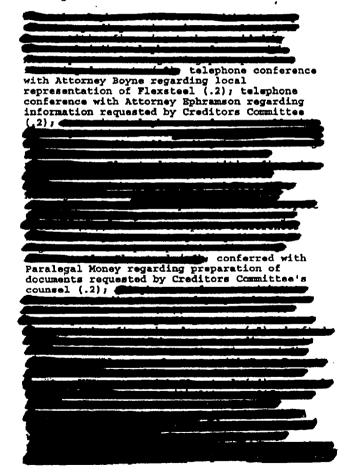
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Billing Arrangement: Hourly

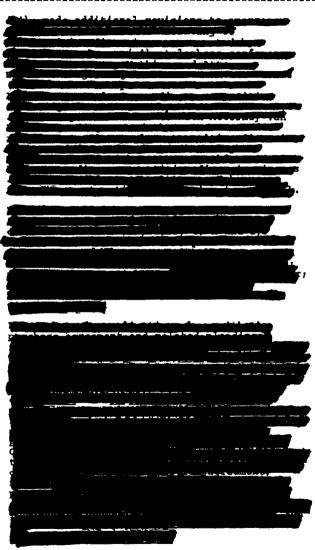
.523 005209MK 02/13/97 -8.70 B 1,522.50 . 6 /05.

labels (.20); prepared letter to attorney Riroymson at Ice Miller enclosing complete set of all documents filed to date in this matter (.3); assisted attorney Watkins and Keller in finalizing documents to be filed (1.0); multiple telephone conferences with clerk's office regarding date and time for hearings (.6); additional conferences with attorneys Keller and Watkins regarding scheduling of hearings.



Billing Arrangement: Hourly



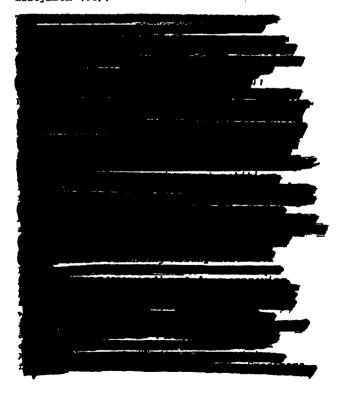


Multiple telephone conferences with Judge Rodibaugh's law clerk to verify hearing and objection dates (.6); telephone conference with

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Billing Arrangement: Hourly

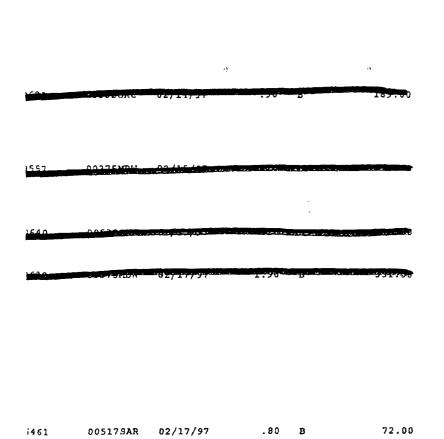
Bankruptcy Clerk regarding signing Notices immediately to send out to creditors (.2); numerous conferences with attorneys Keller and Watkins in assisting in finalizing Emergency Application to Sell, Emergency Motion for Entry of Order Approving Stipulated Post-Petition Financing Agreement with Dave and Phyllis Dygert, Notice for same, Emergency Motion for Entry of Order Approving Stipulated Post-Petition Financing Agreement with Flexsteel and Notice for same; Motion to Shorten Notice and Set Expedited Hearing and Notice (1.0); filed above with clerk's office and met with Judge Rodibaugh to obtain his signature on the Orders (.5) oversaw mass mailing of Notice and Order regarding Motion to Shorten Notice Time; set Expedited Hearing (.4); obtained various documents to be sent to Efroymson (.4).

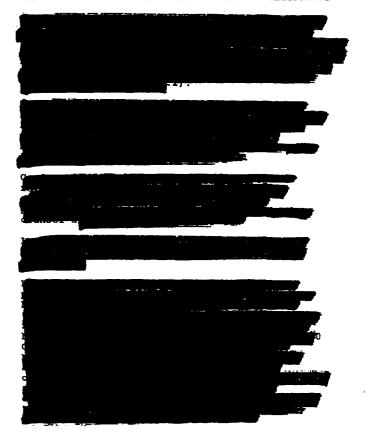


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Billing Arrangement: Hourly





Prepared Certificate of Service regarding Notice of Emergency Application (.2); prepared Certificate of Service for Motion to Shorten Notice Time Regarding Emergency Application to Sell (.2); Prepared Certificate of Service for Notice of Emergency Motion for Entry of Order approving stipulated post-petition financing arrangement with Flexsteel Industries, Inc. (.2); prepared Certificate of Service for emergency Motion for Entry of Order approving stipulated post-petition financing arrangement with Dave and Phyllis Dygert (.2).

Telephone conference with Dave Dygert regarding

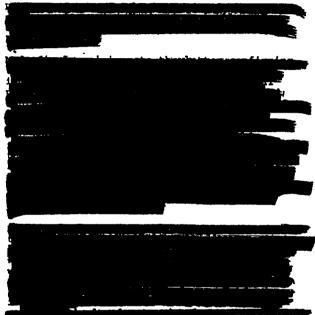
Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

1585 00375MBW 03/38/697 F36, 50

7775 005208MX 02/18/97 3.70 B -617.50 2.6 455,- motion relating to payment of pre-petition wages (.2); worked on draft of motion for retroactive approval of post-petition payment of pre-petition wages and salaries (1.2); conferred with attorney Watkins regarding preparation for debtors conference and status of all pending matters (.2).



retroactive approval of post-petition payment of pre-petition salaries and wages (.4); worked on draft of motion to retain pre-petition bank accounts (.9); drafted memo to Ms. Stephan regarding motion for approval of payment of pre-petition wages (.2); telephone conference with Dave Dygert regarding motion for retroactive approval of post-petition payment of pre-petition wages (.2); revised and finalized motion (.3); drafted from of notice for motion for retroactive approval of post-petition wages (.3); drafted form of notice for motion to retain pre-petition bank accounts (.3).

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00517SAR 02/19/97

Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

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received notice of post-petition lawsuit filed against the debtor, instructing paralegal Money to file a notice of the stay with the state court;

90.00

and had various discussions with Dave Dygert and Rita Stephan regarding operational issues to comply with the (.3.)U.S. Trustee operating guidelines and the Court's order.

> Finalized and signed all 4 certificates of service previously prepared and arranged for filing of same with the Bankruptcy Clerk (.2); telephone conference with attorney Church regarding adding a creditor to the matrix list (.2); telephone conference with clerk's office regarding preparing amendment to Matrix and serving creditor with copies of documents previously served on all other creditors as of this date (.2); gathered documents to serve on the new creditor (.2); office conference with attorney Watkins regarding preparing Motion for Automatic Stay in case of Randstand Limited Partnership vs. Goshen Cushion, Inc. (.2).

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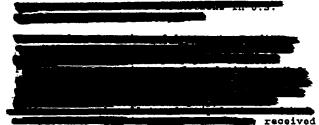
378.00

3759 00343KbJ 02/20/97 30 B 19.50
3741 00375MBW 02/20/97 3.30 B 610.50

6610 00517SAR 02/20/97 .80 B 72.00

and finalized Motion for Authority to Retain
Pre-Petition Bank Accounts (.4);

Phone conferences with D. Dygert re: 941 tax return, Mui Tran address, and agreement of Innkeepers; phone conferences with IRS; phone conference with Rita re: 941 return; phone conference with S. Keller; phone conferences with M. Watkins; phone conference with G. Lord.



from the debtor the completed Initial Debtor Conference forms to deliver to the U.S. Trustee and discussing the nature of the conference with Rita Stephan who will be attending;

Drafted Notice of Stay in case of Randstand Limited Partnership vs. Goshen Cushion, Inc. (.3); marked exhibits to the Joint Motion to Approve Stipulation for Adequate Protection and for use of cash collateral and request for emergency Preliminary Hearing (.2); arranged for filing of same, Notice and Order and for service of the Motion on the U.S. Trustee and S. Hostetler. coforma Number 164777 1288902 DYGERT SEATING, INC.)288902-000001 GENERAL

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Dygert; phone conference with T. Frick; phone conference with J. O'Connor; memo to M. Watkins and S. Keller; phone conference with Peter re: Georgia tax focus and other for concerns

Prepared for and attended Initial Debtor Conference along with Mr. Dygert at the US Trustee's Office, with following discussions with Rita Stephan to retrieve the additional information requested by the Trustee and with message to the Bankruptcy Analyst as to the status of this additional information; reviewed memorandum from attorney Church regarding various operational and sale closing matters; (1.4) conferred with attorney Church regarding same;



Finalized Notice of Stay (.2); sent copies of the Order Approving Sale and Emergency Application to Sell, Not in the Ordinary Course of Business, Substantially all of the Assets of the Debtor-In-Possession Free and Clear of Liens, Claims and Encumbrances to attorney Van Laere (.2); prepared Certificate of Service for serving copies of the Joint Motion to Approve Stipulation for Adequate Protection and for Use of Cash Collateral and Request for Emergency Preliminary Hearing on the Creditor's Committee, attorney Fritz and attorney

26663 00517SAR 02/21/97 1.00 B 90.00 00288902-000001 GENERAL

Billing Attorney: Geoffrey K. Church

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295.00 02/24/97 515645 00375MBW 37. -

Efroymson (.2); ran current docket and review of same to update Certificate of Service reflecting appearances not sent to attorneys Keller or Watkins (.4).

Telephone conference with Mr. Stewart at Bankruptcy Court regarding Notices on Motion to Retain Pre-Petition Bank Accounts and Motion for Retroactive Approval of Post-Petition Payment of Pre-Petition Wages (.2)

telephone conterence with Ms. Pamenter regarding Motion notice issues (.2); telephone conference with Dave Dygert regarding trade creditor inquiry issues (.2).

Phone conference with Greg Huffman, counsel for unsecured creditor; phone conference with S. Keller; phone conference with M. Watkins. re: credity claims and wage issue

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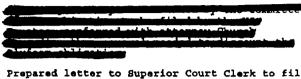
to questions of Rita Stephan (employee of debtor) regarding completion of the Schedules and Statement of Affairs;

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Billing Arrangement: Hourly

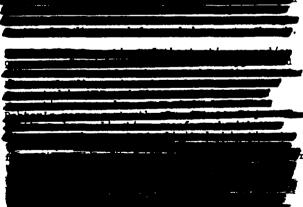
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Prepared letter to Superior Court Clerk to file the Notice of Stay (.3); prepared Notice of Amendment of Matrix (.3); Prepared Verification of Matrix (.2); prepared letter to client enclosing Notice of Amendment and requesting he sign and return same (.3).

Telephone conference with Mr. Stewart at Bankruptcy Court regarding notices on various motions (.2); received and reviewed approved notices from Bankruptcy Court and arranged filing of same (.2).

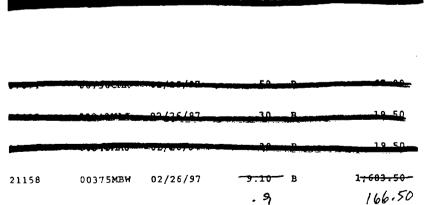


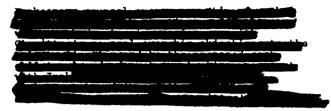


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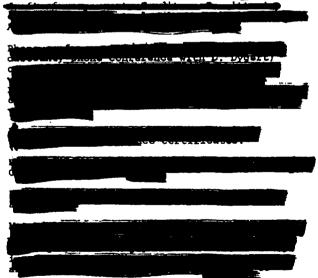
26786 00520SMX 02/25/97 35.1





Prepared letter to attorney Efroymson enclosing documentation requested (.3); finalized Certificate of Service list to include 20 largest creditors, creditor's committee, U.S. Trustee and Efroymson (.3); ran current docket to check for any new appearances (.2); obtained copy of Service List from Bankruptcy Court and verified against current list (.2); prepared Certificate of Service for Notice of Motion to Retain Existing Bank Accounts (.2); prepared Certificate of Service for Notice of Motion for Retroactive Approval of Payment of Pre-Petition Salaries, Wages, Commissions and Employee Benefits (.2).

Telephone conference with Paralegal Money regarding preparation of Certificate of Service for Notices on various Motions (.2);



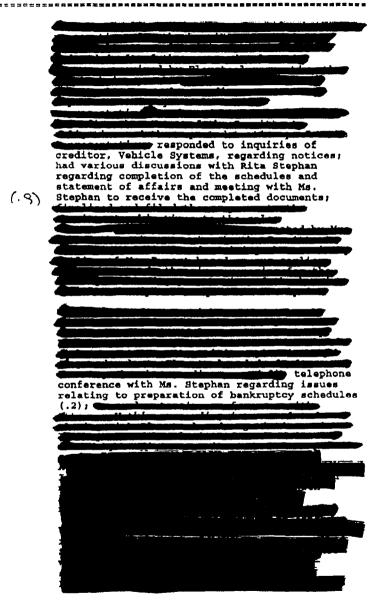
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Billing Attorney: Geoffrey K. Church

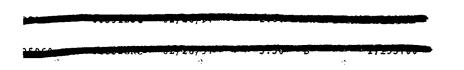
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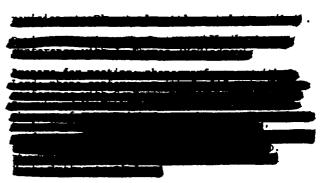
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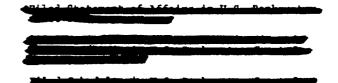
21190 00375MBW 02/27/97 7.40 B 1.369.00

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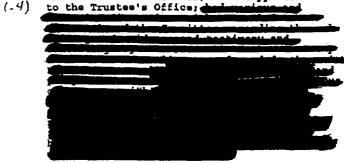
26927 00517SAR 02/27/97 2.20 B 198.00



Office conference regarding privacy of records.



received, reviewed and rinalized and had riled the debtor's schedules and Statement of Affairs, with copy delivered to the Trustee's Office;



Ran current docket (.2); conference had with attorney Watkins regarding whether court has issued Order Granting our Employment pursuant to our application filed on 1/31/97 (.2); telephone conference with Judge Rodibaugh's law clerk to advise regarding our Application for

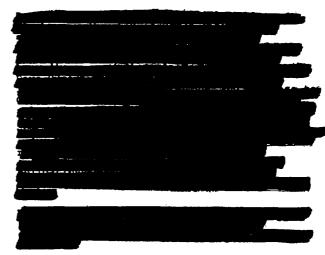
DYGERT SEATING, INC.

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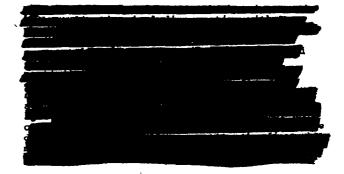
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Billing Arrangement: Hourly

Employment (.2); receipt of signed Verification for Matrix from Dave Dygert (.1); Finalized exhibits to Notice to Amend and made arrangements for same to be filed with the clerk (.3); obtained copies of exhibits for Preliminary Hearing set for 2/28/97 (.2); assisted in finalizing Statement of Pinancial Affairs (.3); arranged for same to be filed and copy to be hand-delivered to Alex Edgar (.2); assisted in finalizing schedules (.3); arranged for schedules to be filed an hand-delivered to Alex Edgar (.2).



Research regarding privacy of records.



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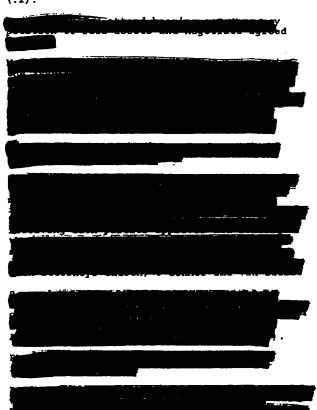
26114 00532GKC 03/02/97 .80 B

00520SMK 03/03/97 .60 98

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Limited attendance at Emergency Hearing to Sell and provided copies of Statement of Financial Affairs and Schedules to attorney Church and Watkins while in Hearing (1.8); conferred with Michael Stewart regarding entry of the Order to Retain Barnes & Thornburg as Debtor's Counsel (.2).



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164777 06/24/97

DYGERT SEATING, INC.

Billing Attorney: Geoffrey K. Church

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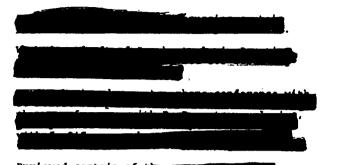
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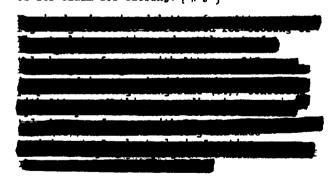


.57710 00517SAR 03/06/97 .80 B 72.00



conferred with Committee's counsel over the 341 meeting agenda and post-closing case administration issues; (, 2)

prepared letter to Mr. Dygert reminding of the upcoming 341 meeting; reviewing the schedules and Statement of Affairs for possible questioning and noting clarifications to be made and reviewed closing checklist with respect to Innkeepers requirements for release of its claim for closing. (), b)



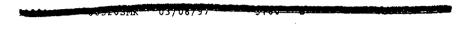
Receipt of original signature page to the Agreed Order executed by attorney Lord. (.1) Telephone conference with Katie Pamenter regarding same. (.2) Telephone conference with Michael Stewart, the case administrator, to advise we have the signature page. (.2) Made

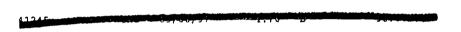
Page 28 (28)

roforma Number 164777 06/24/97 1288902 DYGERT SEATING, INC. 1288902-000001 GENERAL

Billing Arrangement: Hourly

arrangements for same to be har
Mr. Stewart. (.1) Telephone con





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arrangements for same to be hand delivered to Mr. Stewart. (.1) Telephone conference with attorney Watkins regarding attorney Church's request he attend meeting with Flexsteel on 3/7/97 at 9:30 a.m. (.2)



from Committee counsel requesting cartain

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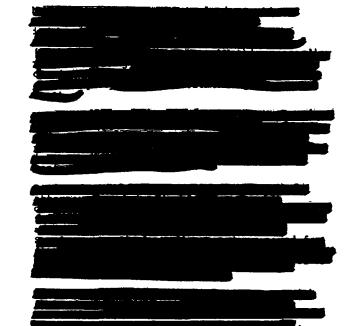
40518 0027570W 02/00/05 00 00 B 351.50

1000 P 525 00

41339 00375MBW 03/10/97 -5:20 B -592.00 Z. & 518.

information for purposes of the upcoming Section 341 meeting and retrieving copies of the information. (, S)

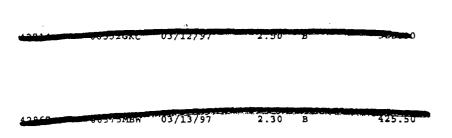
Obtained copies of original signature pages to the Agreed Order from attorneys O'Connor, Efroymson, Van Laere, Hostetler and Alexander Edgar. (.1) Telephone conference with Michael Stewart to advise we would be sending signature pages to his attention. (.2) Made arrangements for same to be hand delivered to Mr. Stewart. (.1).



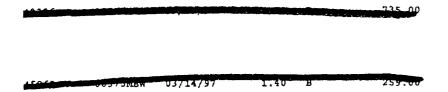
Prepared for and attended the Sec. 341 meeting along with Mr. Dygert with confirmatory letters to Committee counsel and Mr. Dygert regarding additional information requested; conferred with Rita Stephan regarding preparation of the

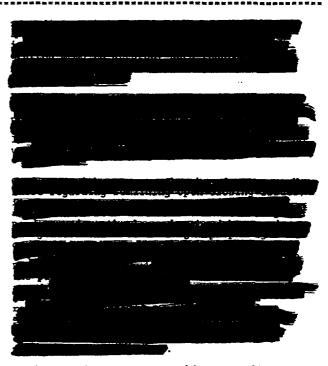
(.2) Debtor's monthly operating report;

Billing Attorney: Geoffrey K. Church Page 30 (30) 06/24/97 164777 roforma Number DYGERT SEATING, INC. 0288902 Billing Arrangement: Hourly 0288902-000001 GENERAL Conferred with attorney Watkins regarding 03/10/97 140.00 00520SMX 52375 Section 341 meeting issues and possible motion 35. to reject MSI equipment leases (.2); Telephone conference with Genie Kehr regarding 03/11/97 .30 В 70.50 73631 00321RWB Non Party subpoena for documents. 185-00 Conferred with Creditor's Committee counsel 00375MBW 03/11/97 41354 regarding its objection to the Innkeepers cash collateral agreement and the status of closing; (. L) 37,-. 2 735.00 BK000926 03/12/97

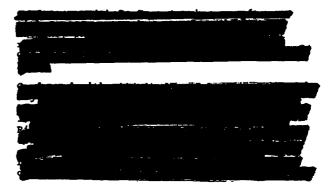


54875 00520SMK 03/13/97 .40 B 70.00

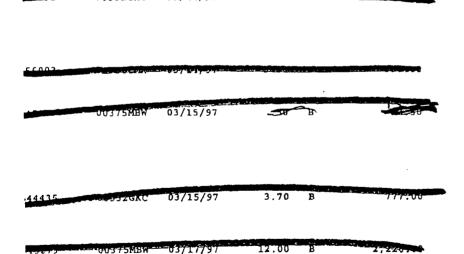


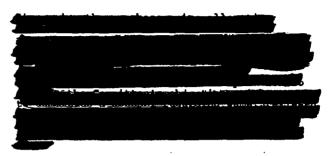


Conferred with attorney Watkins regarding preparation of motion to reject M & I equipment leases (.2); revised M & I equipment leases (.2).

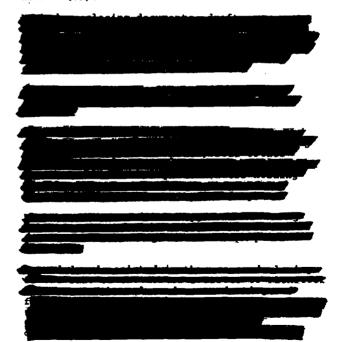


154888 00520SMX 03/14/97 1.50 B 262.50

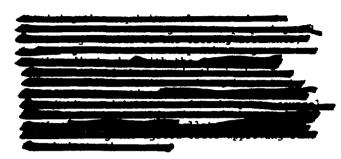




Conferred with attorney Watkins regarding issues relating to rejection of M & I equipment leases and closing with Flexsteel (.2); conferred with attorney Church regarding same (.2); telephone conference with Mr. Langonal from M & I Leasing regarding same (.2); worked on draft of motion to reject M & I equipment leases (.9).



57854	00517SAR	03/17/97	.30 в	27.00
54908	005205MK	03/17/97	3.80 B Z-Z	-665.00. 385, -

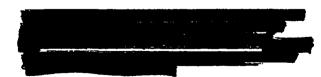


Filed the Motion for Rejection of Equipment Leases with the bankruptcy clerk and arranged for service of same.

Made revisions to motion to reject M & I equipment leases (.4); several telephone conferences with Ms. Stephan regarding Chapter 11 operating report (.5); drafted memo to attorney Efroymson regarding motion to reject equipment leases (.2);

drafted memo to attorney Van Laere regarding motion to reject M & I aquipment leases (.2);

finalized motion to reject M & I equipment leases and conferred with paralegal Money regarding filing (.4); drafted memo to attorney Church regarding motion (.2); drafted letter to attorney Efroymson regarding M & I equipment leases (.3).

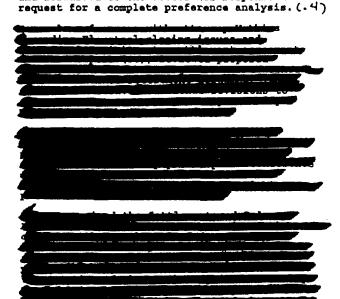


Reviewed WARN certification; research regarding employment losses; prepared

00375MBW 03/18/97 👵 869.50 15473 74:-

388.50 _____B 03/19/97 16180 00375MBW 1.5 277.50 certification for client regarding "employment losses".

received the February Operating Report prepared by the debtor and made appropriate additions and clarifying comments and filed same; and received from the Committee and forwarded to the debtor for response a

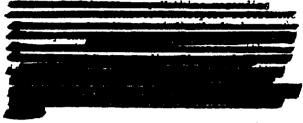


responded to inquiries of Innkeepers' counsel regarding the roforma Number 164777 06/24/97 0258902 DYGERT SEATING, INC. 0258902-000001 GENERAL

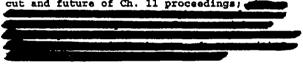
Billing Arrangement: Hourly

245.00 -651-00 46942 00532GKC 03/19/97 147,---666.00-47147 00375MBW 03/20/97 629. 3.4

notice of the agreed cash collateral order and began outlining the report of the sale to be filed with the Court. (1.5)



Phone conference with D. Dygert re: administrative expenses and initial payment; phone conference with H. Efroymann re: escrow cut and future of Ch. 11 proceedings;



responded to inquiries of Rita
Stephan regarding the federal withholding tax
deposit and began preparation of the Report of
Sale. (3, 4)



0288902 0288902-000001 GENERAL 84.00 00532GKC 03/21/97 .40 48532 73754 00321RWB 03/24/97 .30 70.50 518.00 1.30 B 117.00 72786 00517SAR 03/24/97 147-00-51365 00532GKC 03/24/97 21,-

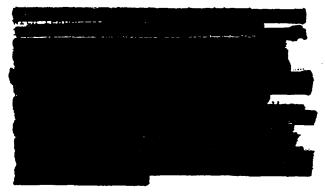
425.50

148.-

Phone conferences with D. Dygert and S. Keller re: administrative expenses and agreement with Innkeepers.

Page 36 (36)

Telephone conference with attorney for Steve Copp regarding Request for Production of Documents by a Non Party and advised counsel to re-issue request.



Office conference with attorney Watkins regarding Order issued stating we need to provide Notice of Final Hearing. (.2) Telephone conference with Michael Stewart to discuss bringing Notice to Clerk's Office to be signed. (.2) Met with Mr. Stewart and Katie Pamenter to review and discuss Notice and the need for a copy of the proposed Agreed Order. (.5) Additional office conference with attorney Watkins regarding meeting with Michael Stewart and Katie Pamenter regarding Agreed Order. (.2) Coordinated signature pages to Agreed Order and finalized same to be attached to Notice. (.2)

brief review of administrative expenses and bank balance.

received and reviewed cash flow and cash needs summaries from the

49620

00375MBW

03/25/97

164777 06/24/97 DYGERT SEATING, INC. roforma Number 164777 0288902

-0288902-000001 GENERAL

Billing Arrangement: Hourly

						company for the week of and after closing and analyzed same compared to the pre-closing (. g) estimates;
			`		•	
72848	005178AR	03/25/97	1.00	В	90.00	Telephone conference with Michael Stewart regarding setting final hearing date. (.2) Conference with attorney Watkins regarding same. (.2) Met with M. Stewart to obtain signed Notice to be sent out to all creditors. (.3) Oversaw mass mailing of Notice with attached proposed Agreed Order to all Creditors. (.3)
51405	00532GKC	03/25/97	3.20	В	672.00	Phone conference with D. Dygert re: cash position, unpaid expenses and additional receipts due; open ascrow account; letter to H. Efroymson re: same.
73772	00321RWB	03/26/97	.30	В	70.50	Telephone conference with Genie Kehr at Dygert regarding prior telephone conference with attorney for Steven Copp regarding Request for Production of Documents.
52122			1	·		
22012						
57056	00531BJC	03/26/97	.20	В	36.00	Reviewed potential COBRA issues re: bankruptcy and termination of plans.
£2287	00533080		60	····Bereir	126, 00	
		106 100			10 F. F. C.	

00288902-000001 GENERAL

Billing Attorney: Geoffrey K. Church

same. (.3)

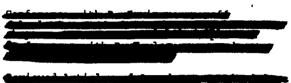
(.z)

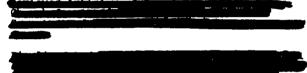
Page 38 (38)

Billing Arrangement: Hourly

554002		03/11/3 /	.50 B	19.50
572984	00517SAR	03/27/97	.70 в	63.00
557110		-√37 <i>2175</i> 7	2:00 B	420.00
561083			name of the second design of the second seco	American Security Control of Cont
555089	00375MBW	03/28/97	-3.40 B 2.2	639.00 407.~

Obtained current docket. (.2) Review of docket to update Certificate of Service. (.2) Updated





conferred with counsel for PlyFoam regarding his inquiries concerning the background of the Innkeepers cash collateral agreement and the intended disposition of the case reviewed the cash flow analysis as to remaining cash as compared to administrative expenses to be paid out of same, with memorandum to Mr. Dygert regarding same; (.7) received letter from Creditor's Committee inquiring as to various items reflected in the February Operating Report and began preparation of a response to each of the inquiries; (, 9) conferred with Rita Stephan to answer certain of the questions and advised US Trustee of error in the Operating Report noted by Committee's counsel. (, 4)

Telephone conference with Michael Stewart regarding status of our Motion to Reject Leases.

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00532GAC 07/24/10

0288902-000001 GENERAL

Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

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		01701737	and the second s	
73528	00375MBW	04/01/97	1.70 B	314.50
				162.00
76366	00531BJC	04/01/97	.90 B	162.00
76375	00532GKC	04/01/97	_ 1.60 B	-336-00- 84
			. 4	0 11



Updated and finalized letter responding to various inquires of counsel to the Creditor's Committee regarding the status of the closing and certain information in the Operating Report, received from Committee's counsel and reviewed sample creditor plan as possible means for disposing of the case, and prepared letter to Mr. Dygert with suggested format for preparation of the preference analysis. (.7)

Reviewed COBRA issues and letter to beneficiaries.

conference with NBD Insurance re: refund; conference with B. Clark re: COBRA issues;

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Billing Arrangement: Hourly

DYGERT SEATING, INC.)288902)288902-000001 GENERAL

3288902-	UUUUUI GENER	(AL				ctortttateeteeteeteeteeteeteetee
						phone conference with Ther conference with J. O'Conno
34092	00748CMB	04/01/97	.80	В	68.00	Researched COBRA coverage sale of assets and sent in Clark.
93474	00756CMK	04/01/97	1.90	В	247.00	Prepared biennial report i
73545	00375MBW	04/02/97	.20	В	37.00	Received additional inquir the Creditor's Committee ralternative means of dispo the closings are fully con for.
76404	00532GKC	04/02/97	90	В	-189.00-	
			٠ ٤		63.→	with biennial report;
						Stringfellow re: preparate claims.
76545	00375MBW	04/03/97	.20	В	37.00	Responded to further inquicounsel about the separate estate closings and the pidismissal of the case as liquidating plan preferred
76338	00136SPM	04/04/97	.40	В	36.00	Reviewed 1997/1998 annual same to the Secretary of resubmitted Articles of Aimmediately after.
		104/07			27.00	
				nepo (13 x	052.00	
77443	00136SPM	04/07/97	.40	В	36.00	Reviewed filed stamped co

phone conference with Theresa re: same; phone conference with J. O'Connor.

Researched COBRA coverage upon bankruptcy and sale of assets and sent information to Brian Clark.

Prepared biennial report form.

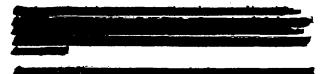
Received additional inquiries from counsel to the Creditor's Committee regarding the various alternative means of disposing of the case once the closings are fully completed and accounted for.

memo to S. Merchant with biennial report;

conference with J. Stringfellow re: preparation and processing claims.

Responded to further inquiries from PlyFoam counsel about the separate assets and real estate closings and the prospects for a dismissal of the case as opposed to a liquidating plan preferred by the Committee.

Reviewed 1997/1998 annual report and submitted same to the Secretary of State of Indiana and resubmitted Articles of Amendment to be filed immediately after.



Reviewed filed stamped copy of 1997/1998 annual report and forwarded same to Church; reviewed rejection of the Articles of Amendment changing the name Dygert Seating to DPD, Inc. because the name is similar to a name already in existence; accessed, printed and reviewed material from the Indiana Secretary of State Corporation database and forwarded same and rejection papers to Church.

Billing Attorney: Geoffrey K. Church

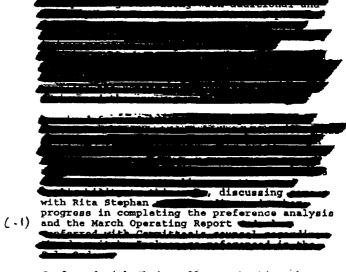
Page 41 (41)

288902-000001 GENERAL

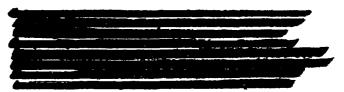
DYGERT SEATING, INC.

Billing Arrangement: Hourly

2000		· • • • • • • • • • • • • • • • • • • •	3.80 B	703.00
			9	
7985	00375MBW	04/09/97	(-166,50 18,50
1119	00136SPM	04/14/97	.30 в	27.00
1455	00532GKC	04/14/97	.10 B	21.00
3523	00756CMX	04/14/97	.40 B	52.00
1708	00375MBW	04/15/97	.40 B	74.00



Conferred with Chris Kelly re checking the availability of the name of DSI, Inc. on the Secretary of State of Indiana database and accessed, printed and reviewed material from same; reported results of investigation to Chris Kelly (name is not available).



Conference with C. Kelly re: Articles of Amendment.

Prepared Articles of Amendment.

Responded to various inquiries of Rita Stephan regarding preparation of the March Operating Report and as to the closing related information requested by Committee's counsel.

04/17/9

Billing Attorney: Geoffrey K. Church

Amendment.

Page 42 (42)

Letter to client; prepare Articles of

m; received draft of March Operating Report from Rita Stephan, noting changes and corrections to be made and advising Rita of same and received the revised pages and prepared same for filing,

Arranged for filing of the Monthly Financial Report.

Telephone conference with Mr. Stewart at Bankruptcy Court regarding form of orders for pending motions (.2); drafted form of order for pre-petition bank account motion (.7); drafted form of order relating to pre-petition wages, salaries and employee benefits motion (.5).

Review M. Watkins memo and draft response; phone conference with M. Watkins re: same.

Continued analysis of the reports prepared by Rita Stephan detailing all of the payments made by DSI since the closing and description of each and the updated cash statement and conferred with Rita regarding various items of the cash report and began preparation of further alternative analysis of same to present to the Committee to show the benefit of the closing process.

Prepared Certificate of Service for Monthly Finance Report. Arranged for filing of report and Certificate of Service. Oversaw mass mailing of Notice sent out regarding the equipment leases.

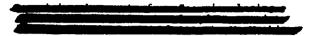
Received and reviewed materials from Mr. Stewart at Bankruptcy Court regarding notice of motion to reject equipment leases and conferred with paralegal Money regarding same.

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0288902-000001 GENERAL

Billing Arrangement: Hourly

93559	00756CMK	04/17/97	.30	В	39.00
3800	OF FEBRUARY	04/18/9/	.30	В	19.50
35313	00375MBW	04/18/97	5.30	В	980.50
			•		
35169	00532GKC	04/18/97	.20	В	42.00
35330	00375MBW	04/21/97	. 80	В	148.00
16687	00375MBW	04/22/97	.50	В	92.50
				·	
705	00332GKC	04/22/31			42.00
7298	00375MBW	04/23/97	. 50	В	92.50
2272	00375MBW	04/24/97	.20	В	37.00
8691	00520SMK	04/25/97	.30	В	52.50



Letter to client regarding name change of corporation.

Continued analysis of the efforts to reconcile cash and disbursement statements in order to provide the Committee the closing and post-closing data requested with various discussions with Rita Stephan as to the financial data to assist in the reconciliation

and prepared draft of letter to Committee counsel to relay this information.

Review draft response to Atty. Efreyson; phone conference with M. Watkins.

Continued preparation of alternate closing analysis to show how the estate has benefited by the closing process and finalizing draft of a letter to the Committee explaining same and forwarding a copy of this letter to Rita Stephan for review and comment.

Received and responded to letter from

Committee's counsel concerning the post-closing cash distributions and received and reviewed the preference analysis with further discussions with Rita Stephan about the

(1) distribution analysis.

Continued review of the alternate forms of the preference analysis and conferring with Rita Stephan about the manner in which it was prepared and detail supporting the analysis.

Conferred with Rita Stephan regarding the liability for the personal property bills just received.

Received and reviewed Order Granting Motion to Retain Existing Bank Accounts and Order Granting Motion for Approval of Payment of Certain Pre-Petition Salaries, and Employee Benefits and drafted memo to Dave Dygert regarding same.

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.80

1.50

В

В

140.00

148.00

277.50

Billing Arrangement: Hourly

Began preparation of letter to Committee counsel forwarding the preference analysis and (1.3) check and invoice detail and further began finalizing correspondence and analysis

regarding the post-closing cash disbursements and remaining cash and payable analysis and received letter from NBD's counsel detailing the components of its final glaim amount.

Received additional information from Rita as to the status of the outstanding employee health (.3) claims and conferred with Rita regarding the accuracy of the cash balance in the NBD operating account reported by NBD to the Committee; finalized letter and sent to the Committee the preference analysis prepared by the Company and continued the post-closing cash disbursements analysis. (.8)

(-4) Met with attorney Lutkus to discuss completion of the Workforce Development Form required with respect to Flexsteel's purchase of the operations and criminal penalties for failure to file, with letter to Rita Stephan regarding same and reviewed letter from the Committee's counsel to NBD's counsel for financial information and continued analysis and reconciliation of post-closing disbursements. (-5)

Conduct research on question regarding failure to fill out Work Force Development forms in connection with sale; confer with Michael B. Watkins regarding potential penalties.

Began final revisions of letters to Committee counsel forwarding updated post-closing cash disbursement information and analysis of remaining cash and claims.

(!...) Finalized and forwarded to Committee's counsel the post-closing cash distribution and payables analysis and conferred with Committee's counsel regarding the preference analysis and pursuit of same and had discussions with Mr. Dygert regarding same and regarding pursuit of the arbitration of the Master Van account and advising Innkeepers' counsel regarding same as it is now Innkeepers' right to pursue this claim. (, 4)

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05/01/97

05/02/97

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288902 288902-4	Number 164 DYGER 000001 GENER	T SEATING, IN	1C .			Billing Arr	angement: Hourly
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2524	00532GKC	05/05/97	.10	В	21.00		Phone conference with M. Watkins. (c:adminishable eva
4522	00532GKC	05/08/97	.10	В	21.00		Reviewed letter from M. Watkins, Allodonashtvi enpane
1647	00321RWB	05/10/97	.30	В	70.50		Receipt of subpoena duces tecum from attorneys for Steven Copp requesting that Dygert produce personnel file of Jeannette Barhams.
4822	00375МВЖ	05/12/97	1.20	В	222.00	(.2)	Conferred with Committee's Counsel regarding payment sources for payment of unpaid administrative claims and conferred with Mr. Dygert regarding request of employees to submit claims for unpaid health plan claims and began preparation of letter to Mr. Dygert to forward claims with explanation as to completing and filing the claims. (1.0)
C145	- 00533CFC	-05/12/97	.20	В	42.00		
4897	00375мвw	05/13/97	2.10	В	388.50	<i>(.s</i>)	Conferred with Rita Stephan on various occasions regarding cash balances, employee health claims and preparation of the April operating report) finalized and forwarded to Mr. Dygert letter addressing unpaid employee health benefits as priority and administrative expenses along with proof of claim and application for payment of administrative expense forms.
4651	00517 SAR	05/13/97	.20	B .	18.00		Obtained copy of Notice giving dates for Proof of Claim to be filed and provided same to attorney Watkins.
2922	00520SMK	05/13/97	.30	В	52.50		Telephone conference with attorney Church regarding fee application issues and drafted memo to attorney Church regarding fee application guidelines and forms.
6154		- 03/23/37		- D	42.00	•	Phone conference with D. David new perhances
£159	065369NO	03/21/37	30.		42.00		
8151	00375MBW	05/15/97	.30	В	55.50		Retrieved at the request of the creditor, the notice of commencement and the order appointing debtor in possession entered at the initial stages of the case.
4695	00517SAR	05/15/97	.80	В	72.00		Obtained copy of current docket. (.2); reviewed docket and had discussion with attorney Watkins regarding the notice for Section 341 meeting.

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oforma Number 164777 06/24/97 288902 DYGERT SEATING, INC. 288902-000001 GENERAL

Billing Arrangement: Hourly

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					(.2); telephone conference with the clerk's office. (.2); arranged for copy of the Section 341 meeting notice to be picked up from the clerk's office. (.2).
4021	00375МВЖ	05/21/97	.80 8	148.00	Received, reviewed and prepared for filing the April operating report and reviewed the updated cash balance and disbursement statement; (3) conferring with Rita Stephan regarding same; (.1) reviewed the letter to Flexsteel seeking a refund of monies paid in error under the purchase agreement; conferring with Mr. Dygert regarding same; received letter from Committee's counsel requesting the debtor to pursue NBD and the insiders for the funds needed to pay remaining administrative expenses and conferring with Mr. Dygert regarding same and regarding the payment of unpaid administrative claims, particularly environmental matters and further discussed NBD's suggestion to convert the case to Chapter 7, discussing the implications of same. (-4)
4803	00517SAR	05/21/97	.20 B	18.00	Arranged for filing of the monthly report.
7339	00532GKC	05/21/97	.20 B	42.00	Reviewed letter from creditors committee counsel and proof of claim.
05.09		03/22/3/		19,50	
4028	00375МВW	05/22/97	.20 B	37.00	Advised legal assistant Ms. Money regarding service of the April Operating Report and conferred with attorney Church regarding the alternative proposals being received for the ultimate disposition of the case.
4830	00S17SAR	05/22/97	.30 E	27.00	Prepared a Certificate of Service, serving file marked copies of the monthly financial report to appropriate parties and arranged for filing of same.
7368	00532GKC	05/22/97	.30 E	63.00	Phone conferences with D. Dygert and M. Watkins re: open issue in Ch. 11 proceedings.
5505	- Joseph Common	03/23/31	.30 E	19.50	
4045	00375MBW	05/23/97	.40 F	74.00	Had discussions with Mr. Dygert over payment issues and reviewed information sent by Rita Stephan regarding tax return preparation and other accountant issues.
2178	00321RWB	05/27/97	.30 E	70.50	Telephone conference with Genie Kehr at Dygert

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DYGERT SEATING, INC.

Billing Arrangement: Hourly 10288902-000001 GENERAL 28106 00375MBW 05/29/97 4.40 B 814.00 Prepared for and attended lengthy meeting with Mr. Dygert and attorney Church discussing the current status of the cash in the estate, additional monies owed the estate and prospects for recovery of same, the remaining administrative expenses owing and other claims against the estate; discussed alternate sources of recovery on certain employee health claims; discussed finalizing the open post closing issues with Flexsteel and Innkeepers; discussed the preference analysis and likely collectibility of the preferences; discussed 3.2 alternate methods of disposing of the case among the creditor plan proposed by the Committee, dismissal, conversion and a liquidation plan and the implications and advantages and disadvantages of each; allocated work responsibilities on these remaining matters and reviewing updated financial, cash disbursement and payables lists prepared by 1.2 Dygert. 31050 00532GKC 05/29/97 3.80 798,00 Prepare for and attend conference with D. Dygert and M. Watkins to discuss all unresolved 3.2 672.00 Chapter 11 items; 05/30/97 1.00 185.00 Prepare a checklist of work allocation of the 28134 00375MBW remaining open issues to be resolved in order to dispose of the case. 180,00 Reviewed form 5500; reviewed delinquent file 31104 00531BJC 05/30/97 1.00 В program; reviewed examptions to 5500; reviewed application of penalties. Letter to D. Dygert with G. Lord demand to 84.00 31114 00532GKC 05/30/97 .40 B remove barrels at Goshen facility; revise letters; review letter re: 5500's; phone conference with M. Watkins; phone conference with D. Dygert re: paying costs for barrel removal. Had lengthy discussions with counsel for the 92.50 45020 00375MBW 06/02/97 .50 B Committee regarding status of unpaid administrative expenses and demand that the debtor pursue same from the secured creditors as well as pursue preferences and discussing status of collections by Flexsteel on accounts which are partly payable to Innkeepers; further receiving correspondence from NBD's counsel regarding claims being filed. Reviewed failure to file 5500 situation. 36.00 46778 00531BJC 06/02/97 .20 B

					(P. C.
00532GKC	06/02/97	.10	В	21.00	Phone conference with Rita re: more information needed on LCM collection.
00375МВЖ	06/03/97	2.40	В	444.00	Began preparation of the papers to retain McGladrey & Pullen as the debtor's accountants, including retention application, affidavit of Timothy Frick and form of order, with memo to attorney Church to forward same to Timothy Frick for completion and signature and further addressing certain of the matters handled by the accountants during the proceeding.
00532GKC	06/03/97	.50	В	105.00	Phone conference with D. Dygert re: Georgia Phase I payment; research re: mechanics lien; phone conference with M. Watkins; phone conference with Rita.
00532GKC	06/03/97	.20	В	42.00	Phone conference with E. Chester re: lawsuit against Innkeepers for sales commission after sale to Dygert and need for affidavit from David.
00375мв₩	06/04/97	1.20	В	222.00	Received from Rita Stephan notice of personal property tax assessment by Osolo Township and prepared letter to the Assessor regarding same; received letter from environmental firm conducting barrel removal from the Georgia plant threatening to file mechanic lien for unpaid post-petition clean up charges; (-Z-) completed drafts of the retention papers for McGladray & Pullen as the debtor's accountants; received additional employee proofs of claim and conferred with Flexsteel's counsel regarding refund owing the debtor on pre-closing receivables collections. (-3)
00764TMW	06/04/97	.50	- 8	35.00	Initiated research into bankruptcy law regarding administrative expenses both pre and post-conversion.
				0	because we and owner
00532GKC	06/05/97	1.90	В	399.00	Review of \$42,800 overpayment made by Dygert Seating on 4/21/97; phone conference with Rita Stephan to confirm details; conference with D. Dygert re: same; review arguments re: Goshen lease and barrel removal issue; research.
00764TMW	06/05/97	1.8 0	В	_126_00 	Researched administrative expenses and post conversion priority of preconversion
	00532GKC 00532GKC 00375MBW 00764TMW	00532GKC 06/03/97 00532GKC 06/03/97 00375MBW 06/04/97 00764TMW 06/04/97	00532GKC 06/03/97 .50 00532GKC 06/03/97 .20 00375MBW 06/04/97 1.20 00764TMW 06/04/97 .50	00532GKC 06/03/97 .50 B 00532GKC 06/03/97 .20 B 00375MBW 06/04/97 1.20 B 00764TMW 06/04/97 .50 B	00532GKC 06/03/97 .50 B 105.00 00532GKC 06/03/97 .20 B 42.00 00375MBW 06/04/97 1.20 B 222.00 00764TMW 06/04/97 .50 B 35.00 00532GKC 06/05/97 1.90 B 399.00

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					administrative expenses; began drafting findings.
47391	00375МВ₩	06/06/97	4.60 B	851.00	Continued revision to and finalization of the Report of Sale, including cash receipt and disbursement history and identity of unpaid administrative expenses and prepared initial draft of motion to fix bar date for the filing of administrative claims and received correspondence regarding the payment of the Georgia environmental barrel removal charges.
19099	00532GKC	06/06/97	.50 в	105.00	Review M. Watkins memo and items to discuss with Dave; phone conference with D. Dygert, letter from D. Davis.
17410	00764TMW	06/06/97	-2.00 B	-110.0 0 - 	Completed research on Section 503 administrative expenses and refiling claims after conversion; drafted findings in memoranda of law.
17940	00375МВЖ	06/09/97	-3,38 B 2.4	- 610.50 5 36.50	Motion to Fix Bar Date for Filing Administrative Claims and prepared draft of the debtor's response to the Committee's demand letter; reviewed recent case on the retention of accountants who were owed pre-petition bills and correspondence with attorney Church regarding same and regarding employee proofs of claim and administrative claims being filed and status of same upon conversion.
54859	00517 <i>S</i> AR	06/09/97	.30 B	27.00	Obtained current copy of docket sheet from PACER system and reviewed same to see if there were any objections to our Motion to Reject Equipment Leases and advised attorney Watkins there were no objections.
19126	00532GKC	06/09/97	~ -1,2 0 в . 9	_ 252.0 0 /89 —	; phone conference with M. Watkins re: employee health claims; phone conference with D. Dygert re: Flexsteel position on repayment and Goshen situation; phone conference with J. O'Connor; letter to J. O'Connor; research.
17973	0076 4TMW	06/09/97	4 06,	-21-00 - 	Made final revisions and corrections to memoranda concerning priority of converted Chapter 11 administrative expenses.
18726 BB	00375MBW	06/10/97	.50 в	92.50	(.3) Conferred extensively with attorney Church regarding the demand made by Innkespers for reimbursement of the cost of the barrel removal

Billing Attorney: Geoffrey K. Church

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68262	00520 SMX	06/10/97	.50	В	87.50
49141	00532GKC	06/10/97	3.30	В	693.00
(9779	00375MBW	06/11/97	1.8	В	199.5 0 333
:8 84	00517 <i>6</i> AR	06/11/97	.20	В	18.00
328	00520SMK	06/11/97	.20	В	35.00
104	00532GKC	06/11/97	.80	В	168.00
	003434				0
52	00375MBW	06/13/97	1.80	В	-333.00 240.50

from the former Goshen operations; reviewed research on status of Chapter 11 administrative (-2) claims in a converted case.

Drafted form of order granting debtor authority to reject certain equipment leases.

Review M. Watkins memo and all attachments; phone conference with D. Dygert; review Court Order and G. Lord demand letter; draft response to G. Lord; phone conference with M. Watkins.

(.3) Had further discussions with attorney Church regarding Innkeepers' demand for clean up and barrel removal at the Goshen facilities and the Debtor's inability to pay for same and further discussed expediting the conversion of the case

to Chapter 7 and began preparing Motion and the the case and the carious employee health claims being sent to

NBD.

Arranged for filing of Order re: Motion to

Reject Equipment Leases.

Ravised and finalized form of order.

Phone conference with S. Hostetler re: Creditors Committee action and claims; phone conference with M. Watkins re: same and response to Creditors Committee; phone conference with S. Hostetler; phone conference with M. Watkins.

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(.3) the motion to set bar date for administrative

claims, continued preparation of motion to convert to Chapter 7, had discussions with Committee's counsel and NBD's counsel regarding debtor's intentions in disposing of the case and conferred with Mr. Dygert regarding the various claims being filed by employees for

Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

00288902-00001 GENERAL				*====	Billing Arrangement: Eourly				
						(.7)	health cost reimbursement and conferred with attorney Church regarding the timing of the conversion to best assist the trustee.		
651834	00532GKC	06/13/97	1.20	В	252.00		Phone conference with D. Dygert; finalize letter to G. Lord; phone conference with G. Lord; phone conferences with M. Watkins re; conversion and items to be completed first; revise accountant's petition; letter to T. Frick re: same.		
351199	00375MBW	06/16/97	1.70	·B	314.50		Completed draft of the Motion to Convert the case to chapter 7 and accompanying notice and form of order and made accompanying revisions to motion to fix bar date for administrative claims.		
552677	00532GKC	06/17/97	.50	В	105.00		Conference with T. Frick re: petition; revise same.		
						,			
	0.000				30		he		
68679	00520 SM K	06/19/97	.10	В	17.50		Received and reviewed Order Granting Motion for Rejection of Equipment Leases.		
		100							
:56204	00375MBW	06/23/97	2.40	В	444.00	(·3) (2.1)	changes to be made and received and reviewed the Committees motion to force the debtor to pursue a \$506(c) action against the debtor's		
58376	00532GXC	06/23/97	2.30	В	483.00		Bagan review of time records for preparation of Petition for Fees; memo to M. Watkins; review and revise Craditor Committee Motion to Compel; phone conference with M. Watkins; phone conference with G. Gaskill re: waste removal in Goshen.		
56216	00764TMW	06/23/97	-1.30-	- в	91.00		Researched issues involving who has standing to bring actions under the Bankruptcy Code Section 506(c); reviewed initial findings and recent cases.		

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00288902-0	000001 GENER	CAL Herrrrrr		====:		Billing Arrangement: Hourly
657325	00375MBW	06/24/97	.60	В	111.00	Received and reviewed the objection by NBD Bank to the Committee's 506(c) motion and discussed same with NBD's counsel and instructed research associate to research issues concerning the Committee's standing in this regard.
658416	00532GKC	06/24/97	.80	В	168.00	Memo to M. Watkins with McGladrey & Pullen petition; phone conference with T. Frick; phone conference with D. Dygert re: waste removal; letter to D. Dygert with copy of Creditors Committee's Motion to Compel.
657357	00764TMW	06/24/97	-2.70	→ B		Researched primary and secondary sources as well as case law concerning liability under 11 U.S.C. Section 506(c) to pay attorney fees by secured creditors.
		· · · · · · · · · · · · · · · · · · ·				
558575	00375мшЖ	06/25/97	3.60	В	666.00	Received and prepared for filing the (.Z) application to employ McGladrey & Pullen, nunc pro tunc, as the debtor's accountants, prepared initial draft of the debtor's response to the Committee's motion to compel, including discussions with research associate on the (z.2) standing issue and received and organized for filing replacement pages to the debtor's May Operating Report.
769002	00517SAR	06/25/97	.50	В	45.00	Arranged for monthly report to be filed with Bankruptcy Clerk and served. Prepared Certificate of Service. Office conference with attorney Watkins regarding filing Application for Order Authorizing Retention Nunc Pro Tunc, of accountant by the Debtor-in-Possession on 6/26/97.
(60461	00532GKC	06/25/97	1.10	В	231.00	Review items to be completed before conversion; memo re: same; phone conference with M. Watkins; phone conference with D. Dygert; revise letter to ISES for Dave.
						r ding craft or half
60698 B	00764TMW	06/25/97	-3:60	æ	- 152.00-	Researched applicable case law on standing and 506(c) Motions, conducted research on Bankruptcy Rule 1103(c)(5) and official

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committees performing other services for other

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								creditor committees.
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								Quantitation and the same of t
;	2659845	00375MBW	06/26/97	2.80	В	518.00	(2.6)	Finalized draft of the debtor's response to the Committee's \$ 506 motion, including research on the standing issue and incorporating same into the agreement and conferred with Rita Stephan regarding inquiry about Georgia unemployment taxes.
:	2669080	00517SAR	06/26/97	.20	В	18.00	٠	Arranged for filing of Application for Order Authorizing Retention Nunc Pro Tunc of Accountant by the Debtor-in-Possession and served same; arranged for filing Certificate of Service for filing of Monthly Report on June 25.
:	2660491	00532GKC	06/26/97	1.00	В	210.00		Letter from G. Lord re: attempted removal of compactor; phone conference with D. Dygert r: same and re: barrel removal; phone conference with G. Lord; letters to G. Lord re: same; phone conference with D. Dygert; phone conference with M. Watkins.
	2660733	00764TMW	06/26/97	-1.50	3 -	-105.00 -		Continued research on the powers and duties of committees in Chapter 11; researched the issue of who has standing to bring a claim on behalf of the various committees in a Chapter 11.
	2660739	00375мв₩	06/27/97	2.10	В	388.50	(.8)	Began revisions to draft of the Objection to the Committee's \$506(c) Motion to add portions pleading in the alternative that if the court grants the Committee's Motion, Dygert be permitted to pursue the actions; began preparation of the fee application; further researched the standing issue under the \$506(c) Motion.
	2662787	00375MBW	06/30/97	2.80	В	518.00	(-4)	Finalized revised draft of the debtor's response to the Committee's \$ 506(d) Motion to compel; received and responded to correspondence from the trustee regarding additional quarterly fees owing and began Caning preparation of the final application for fees and reimbursement of expenses.
מאמ	2677986	00532GRC	06/30/97	.10	В	21.00	(***)	Review correspondence for US Trustee in underpayment of fee; memo to M. Watkins.

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Proforma 1		9857 08/22 RT SEATING, I				Billing Attorney: Geoffrey K. Church Page 54 (54)
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2677987	00532GKC	06/30/97		В	63.00	Review response to creditors committee; Dygert re: band removal.
2669365	00764TMW	06/30/97	2,30-	-8-	-161.00 -	Researched cases in which an unsecured creditors committee was authorized to bring an action and the reasoning behind said authorization.
2669372	00375мв₩	07/01/97	2.20	В	407.00	Received the order scheduling a hearing on the Committee's \$ 506(c) Motion; conferred with Innkeepers counsel regarding the Order (.2) Approving the Report of Sale regarding the Plyfoam assigned receivable and continued preparation of the first and final fee application.
?678727	00375мж	07/02/97	1.80	В	333.00	Reviewed the motion of Innkeepers for supplemental sale order approving the debtor's assignment of the "Plyfoam receivable" to Innkeepers; reviewed additional case law on issue of standing of the Creditors' Committee to pursue \$ 506(0) actions for administrative claimants and continued preparation of the fee application.
1683504	00764TMW	07/02/97	2.70		- 189.00	Completed research on committee standing to bring causes of action; researched Section 1103(b) actions concerning attorneys employed by committees and what constitutes adverse interest to the same.
:682480	00375MBW	07/03/97	.60	В	111.00	Continued preparation of the fee application separating the detail into the project categories.
702299	00517SAR	07/07/97	.30	В	27.00	Assisted in preparation of fee application.
683282	00532GKC	07/07/97	.10	В	21.00	Receive Motion from G. Lord; letter to D. Dygert.
686449	00532GKC	07/11/97	.20	В	42.00	Phone conference with D. Dygert re: repayment by Flexateel of erroneous prior payment by Dygert.
:717892	00746TDK	07/14/97	.50	В	70.00	Review small claims complaint; conference with Geoff Church; calls to Dave Dygert and Rick Davis.
						Control of the Contro
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690491	00375MBW	07/20/97	1.50	В	277.50	Reviewed court's order setting hearing on

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						Innkeepers motion to clarify sale order and order appointing accountants nunc pro tunc. (.2) Continued preparation of fee application. (.6) Reviewed correspondence from Rita Stephan regarding DIP tax return issues and employee insurance coverage under new employer pursuant to recent federal legislation with letter to Ms. Stephan regarding same. (.4) Finalized and prepared for filing debtor's response to the Committee's Motion to compel debtor to undertake \$ 505(c) action. (.3)		
2715737	00517SAR	07/21/97	.40	В	36.00	Filed Objection to Motion to Compel and served same.		
2690507	00375MBW	07/22/97	.20	В	37.00	Conferred with and advised Rita Stephan as to accounting for contingent expense relating to environmental charge at Goshen facilities and discussed debtor's recovery of cash refunds from Flexateel and NBD Bank.		
2715765	00517SAR	07/22/97	.20	В	18.00	Office conference with attorney Watkins regarding assisting in preparing fee application.		
2701767	00531BJC	07/22/97	1.80	В	324.00	Review tax return filing requirements on 1120 and 5500's on health plan.		
2690971	00532GKC	07/22/97	.30	В	. 63.00	Conferences with B. Clark re: tax returns and time to file.		
2691201	00375MBW	07/23/97	.70	В	129.50	Received and reviewed the June Operating Report and discussing questions with Rita Stephan (.3) and continued preparation of the fee application. (.4)		
	002431/37					ourt		
2691222	00375MBW	07/24/97	2.00	В	370.00	Made final preparations for and attended and presented argument in opposition to the Committee's motion to compel the debtor to investigate \$ 506(c) action against the secured creditors, arguing instead for a Chapter 7 trustee to pursue this action and other possible recoveries and also attended hearing on Innkeeper's Motion for the Court to clarify the sale order regarding the Plyfoam claim assignment to Innkeepers.		
2715787	00517SAR	07/24/97	.20	В	18.00	Arranged for filing of monthly report.		
D 2701815	00531BJC	07/24/97	.20	В	36.00	Worked on tax return issues.		

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Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

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Other/Misc. cm

Secretary of State

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2694124 00375MBW 07/28/97 .10 В 18.50 Responded to Flexsteel's inquiries about the hearing on the Committee's § 506 motion to compel. 2715819 00517SAR 07/28/97 .30 27.00 Prepared Certificate of Service for monthly report and arranged for filing of same. 2701888 00532GKC 07/28/97 .10 21.00 Phone conference with M. Watkins re: status and time to convert; phone conference with Atty. Weldy re: affidavit. 2701951 00532GKC 07/30/97 .30 63.00 Phone conference with A. Weldy re: agreement В Innkeepers filed as a result of 1995 acquisition and request of plaintiff for 1) Dygert to sign affidavit; letter to D. Dygert Te: same. 00000 ** Phase Total ** MISCELLANEOUS --------Total Fees Time Entries Excluded Because of Date Range ------Total Time Value in Work in Progress 195.40 33,591.50 Other Charges: Stat Code Ouant Amount Description Check # Index Attorney Date 101950107 00532 GKC 01/24/97 B 108 00001 -25,000.00 Check received from Dygert Seating 00001 01990099 00532 GKC 01/29/97 B 108 -24,197.65 Check received from Dygert for Trust Other/Misc. Charges - Barnes & Thornburg 101989076 00532 GKC 01/31/97 B 099 00001 49,197.65 68158 Acct. 02/01/97 B 002 00001 10.00 02017927 00532 GKC Messenger Courier Service Messenger Courier Service 02017934 00532 GKC 02/01/97 B 002 00001 10.00 Messenger Courier S Messenger Courier Service Messenger Courier Service :02017935 00532 GKC 02/01/97 B 002 00001 10.00 02017930 00532 GKC 02/01/97 B 002 00001 10.00 002 00001 10.00 02017936 00532 GKC 02/01/97 B messenger Courier Service 02/01/97 B 002 00001 102029084 00532 GKC 00532 GKC 02/01/97 B 002 00001 102029111 102029607 00532 GKC 02/01/97 B 020 00001 Messenger Courier Service 288900.25 102029115 09999 firm 02/01/97 B 002 10.00 00520 SMK 02/03/97 B 14.96 Mileage to Elkhart, IN to attend meeting with 3203* 102006166 Geoff Church and Dave Dygert - Scott M. Keller Courier Service - United Parcel Service 68213 00001 10.29 102001096 00532 GKC 015 Messenger Courier Service 102006167 00532 GKC 3797 B 002 00001 10.00 09999 SPM 02/20/97 B 102 00001 1.25 Velo/Spiral Binding 102020324 002 00001 10.00 Messenger Courier Service 02/24/97 B 02026036

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EXHIBIT C

288902 000001 DYGERT SEATING, INC. GENERAL - Cash Collateral

TIME SUMMARY BY ATTORNEY

	A	ttorney	<u>Hours</u>	\$/Hour	Charge
00136	SPM	S. Merchant	0.00		
00321	RWB	R. Benko	0.00		
00343	MAJ	Courier-SB		65.00	NONE
00375	MBW	M. Watkins	21.60	185.00	3,996.00
00516	GFL	G. Lutkus	0.00		-
00517	SAR	S. Money	3.90	90.00	351.00
00520	SKM	S. Keller	32.70	175.00	5,722.50
00531	BJC	B. Clark	0.00		
00532	GKC	G. Church	1.60	210.00	336.00
00545	MJA	M. Adey	0.00		
00548	CMB	C. Benedict	0.00		
00746		T. Knox	0.00		
00756	CMK	C. Kelly	0.00		
00759		J. Maciejczyk	0.00		
	TOTAL		59.80		10,405.50

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1288902-000001 GENERAL

Billing Arrangement: Hourly

* * * * * * * * MATTER BILLING ADDRESS * * * * * * * *

0288902 DYGERT SEATING, INC. ATTN: MR. DAVE DYGERT P.O. BOX 847 ELKHART, IN 46515

* * * * * * * * * CLIENT BILLING ADDRESS * * * * * * * * DYGERT SEATING, INC.

ATTN: MR. DAVE DYGERT P.O. BOX 847 ELKHART, IN 46515

GENERAL 0288902-000001

00517SAR

01/31/97

ndex	Attorney	Date	Hours	Stat	Matter Value	Task	Activity Description of Services Rendered
84397	00375MBW	01/31/97	-8.20 -	В	1.517.00		Prepared for and attended hearing proposed cash collateral and adeq
			ما.5		1036		protection agreement with NBD; me

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Prepared for and attended hearing on the proposed cash collateral and adequate protection agreement with NBD; meeting with Mr. Dygert before hand to discuss the nature of the hearing and argued the motion to the judge and later met with the US Trustee to discuss the status of the sale prospects and with Innkeeper's counsel to discuss the proposed terms of a cash collateral adequate protection (5.6) agreement with Inkeepers

324.00

Assisted in preparing for Hearing on Cash Collateral (.5); filed various motions, notices and orders with clerk's office (.3); attended Cash Collateral Hearing and took notes of same (1.0); office conference with attorneys Watkins, Keller and Adey regarding status of negotiations and additional work yet to be completed (.5); telephone conference with Jill Rice regarding date for objections and hearing on Notice of Joint Motion to Approve Stipulation for Adequate Protection and Use of Cash Collateral and Request for Emergency Hearing (.2); further conferences with attorney Watkins regarding faxing copy of Notice to 20 largest creditors in addition to mailing same to all creditors (.2); telephone conference with Court Administrator regarding finalization

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Proforma Number 164777 06/24/97 10288902 DYGERT SEATING, INC. 10288902-000001 GENERAL Billing Attorney: Geoffrey K. Church

Creditors (.6).

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Billing Arrangement: Hourly

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reviewed Motion for Order Authorizing and Approving Post-Petition Interim Financing Arrangement, form of Order and form of Notice (.4); reviewed cash collateral pleadings (.3);

of notice and arranged for courier to obtain original of same (.3); oversaw mass mailing of Notice and faxing of same to 20 Largest

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164777 06/24/97 DYGERT SEATING, INC. Billing Attorney: Geoffrey K. Church

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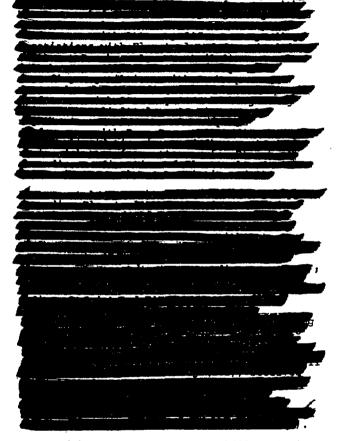
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Billing Arrangement: Hourly



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5411 00520SMR 02/06/97 -6.30 B 1,102.50
5-7 997.50



Prepared letter to attorney Trowhill enclosing copy of Joint Motion to Approve Stipulation for Adequate Protection and for Use of Cash Collateral and Request for Emergency Preliminary Hearing. Also advised we could not put his name on the matrix list.

telephone conferences with Dave Dygert regarding post-petition financing issues (1.5);

06/24/97 164777

DYGERT SEATING, INC.

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288902 288902-000001 GENERAL

> telephone conference with Attorney Fritz regarding post-petition financing issues (.2); several telephone conferences with Court personnel regarding notice issues relating to emergency post-petition financing motion (.4),

Page 6 (6)

numerous telephone conferences with Attorney Hostetler regarding post-petition financing issues (1.0); telephone conference with

Celephone conference call with Attorney Fritz and Attorney Lord regarding post-petition financing issues (.3); received and reviewed letter from Attorney for Gemini Plastics regarding request for copy of adequate protection stipulation and conferred with Paralegal Money regarding same (.2); telephone conference with Ms. Stephan regarding various post-petition operation issues (.2); telaphone conference with Mr. Lucase regarding post-petition financing issues (.2); received and reviewed draft of joint motion to approve stipulation for adequate protection and to use cash collateral and related pleadings proposed by Innkeepers (.6); telephone conference with Attorney Hostetler regarding issues relating to Innkeepers cash collateral documents (.2); received and reviewed Certificate of Deposit Assignment and Pledge Agreement (.3); drafted form of Promissory Note to evidence post-petition financing loan from Dave and Phyllis Dygert to debtor (.6).

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560,

drafted memo to Dave Dygert regarding Innkeepers' cash collateral proposal (.3); made revisions to draft of Promissory Note and drafted memos to Dave Dygert, Attorney Hostetler and Attorney Fritz regarding same (.6): telephone conference with Dave Dygert regarding Innkeepers' cash collateral proposal and Promissory Note (.2);

DYGERT SEATING, INC. 1288902-000001 GENERAL

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Billing Arrangement: Hourly

telephone conferences with Attorney Hostetler and Dave Dygert regarding revisions to draft of Promissory Note and made final revisions to same (.6); drafted memo to Attorney Lord regarding revised draft of Promissory Note (.2); extensive telephone conference with Attorney Pritz regarding Innkeepers' cash collateral agreement and negotiations with Flexsteel and prepared notes regarding same (.5); extensive telephone conference with Attorney Hostetler regarding Innkeepers' cash collateral agreement and other matters (.3); drafted memo to Dave Dygert regarding final form of Promissory Note (.2);

received and reviewed revised Cash Collateral Agreement from Attorney for Innkeepers (.3);

Received and reviewed Appearance pleadings filed by counsel for Innkeepers and objection to cash collateral stipulation with NBD Bank

drafted memo to Attorney Watkins regarding second draft of Innkeapers' cash collateral agreement (.3);

reviewed and made revisions to the updated draft of the cash collateral stipulation with Innkespers forwarding the revisions to Innkeepers counsel

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Billing Arrangement: Hourly

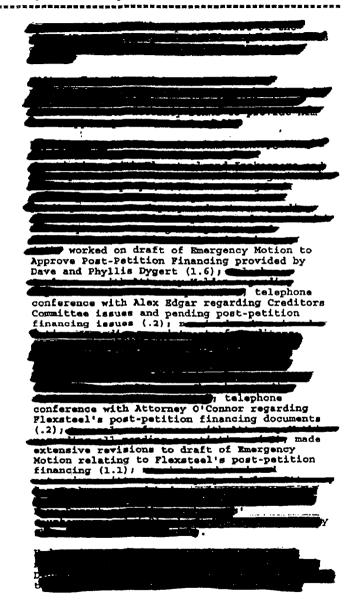
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Billing Arrangement: Hourly

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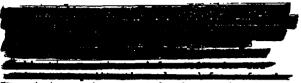
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further reviewed and commented on the updated drafts of the Flexsteel financing motion and interim order and motion and order to re-pay Mr. Dygert's personal post-petition loan. (. 6)



made revisions to Motions for approval of post-petition financing

for approval of post-petition financing provided by Dave and Phyllis Dygert and Motion for approval of post-petition financing to be provided by Flexsteel (1.8);



drafted Interim Order for Approval of Post-Petition Financing provided by Dave and Phyllis Dygert (1.3); made revisions to Interim Order Approving Post-Petition Financing to be provided by Flexsteel (.9); drafted memos to Attorney Hostetler, Attorney Lord and Dave Dygert regarding Motion and Order with respect to Dygert post-petition financing (.3); drafted

Billing Attorney: Geoffrey K. Church

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DYGERT SEATING, INC.

Billing Arrangement: Hourly

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memos to Attorney Hostetler, Attorney Lord and Attorney Laich regarding Motion and Order relating to Flexsteel post-petition financing (.3); telephone conference with Attorney Hostetler regarding revisions to Flexsteel and Dygert post-petition financing motions and orders and worked on same (.7).

(-3) preparation for filing the asset sale application and related papers;

negotiated the final terms of the cash collateral/adequate protection agreement with Innkeepers' counsel and reviewed and commented on updated drafts of the Flexsteel financing application. (-S)

Telephone conference with Dave Dygert regarding post-petition financing issues (.2); made additional revisions to post-petition financing motions and forms of Order (.6);

extensive
telephone conference with Attorney O'Connor
regarding revisions to Flexsteel post-petition
financing motion and order and proposed order
on sale of assets and prepared notes regarding
same (.5); telephone conference with Dave
Dygert regarding post-petition financing issues
(.2);

made revisions to Flexsteel Post-Petition Financing Motion and form of Order (.4); drafted memos to Attorney O'Connor, Attorney Hostetler and Attorney Lord regarding revised draft of Emergency Motion and form of Order with respect to post-petition

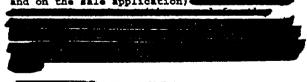
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financing to be provided by Flexsteel (.6); drafted form of Notice for Motion regarding post-petition financing provided by Dave Dygert (.5); drafted form of Notice with respect to Motion for Approval of Flexsteel Post-Petition Financing (.3); telephone conference with Court Clerk regarding notice and hearing issues; drafted memos to Attorney Hostetler and Attorney Lord regarding Emergency Motion and form of Order with respect to post-petition financing provided by Dave Dygert (.4); telephone conference with Attorney Hostetler regarding additional revisions to Dave Dygert and Flexsteel post-petition financing motions and form of Orders and made revisions to same (.6); received and reviewed executed copy of Promissory Note from debtor to Dave and Phyllis Dygert (.2).



having various discussions with the judge's clerk to advise of the emergency need for the financing and to schedule the hearing thereon and on the sale application;



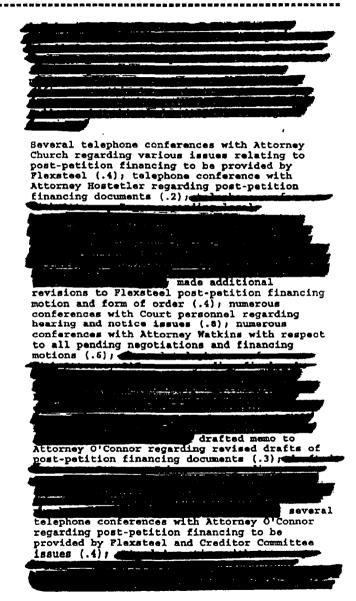


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Billing Attorney: Geoffrey K. Church

Attorney Van Laere (.4);

Page 13 (13)

Billing Arrangement: Hourly

made additional revisions to emergency motion and form of Order relating to post-petition financing as requested by

several telephone conferences with Attorney Hostetler regarding post-petition financing issues raised by Creditors Committee (.4); telephone conference with Attorney Van Laere regarding same (.2); made additional revisions to Flexsteel post-petition financing motion and form of Order (.4); telephone conference call with Attorney Watkins and Alex Edgar regarding post-petition financing issues (.2); drafted letter to Attorney Ephramson regarding post-petition financing issues (.4).

inquiries from creditors regarding the cash collateral motions and orders and the sale process; Ahad many discussions with counsel for Flexsteel and the Committee regarding the sale process and the interim financing being provided by the buyer; had discussions with Committee's counsel and NBD Bank's counsel over the Committee's objections to the interim cash collateral/adequate protection agreement; (-6) received and reviewed the final form of the proposed cash collateral/adequate protection agreement with Innkeepers with discussions with Innkeepers' counsel regarding filing same;

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Telephone conference with Court personnel regarding issues relating to Emergency Financing Motions (.2); several conferences with Attorney Watkins regarding additional revisions to Post-Petition Financing Motions and Orders required by Flexsteel and the Creditors Committee and made same (.9); finalized Emergency Motions for Approval of Post-Petition Financing Arrangements, Exhibits, forms of Order, Notices and conferred with Paralegal Money regarding filing (.8);

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several telephone conferences with Dave Dygert regarding Orders approving post-petition financing arrangements and transfer of funds from Flexsteel (.5); drafted memo to Attorney O'Connor and to Flexsteel regarding Order Approving Post-Petition Financing Arrangement and wiring instructions (.5); drafted memos to Attorney Van Laere, Attorney Hostetler and Attorney Lord regarding Order Approving Post-Petition Financing Arrangement with Flexsteel (.5); telephone conference with Attorney Church regarding Orders approving post-petition financing and hearing date on sale application (.2); telephone conference with Attorney O'Connor regarding Order approving post-petition financing arrangement and tail insurance issues (.2); telephone conference call with Attorney Church and Attorney Watkins regarding post-petition financing, information requested by Creditors

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09632 00375MBW 02/17/97 1.90° B 351.50 - 3 55.5° Conferred with NBD's counsel regarding the revisions to the final form of the order approving the cash collateral/adequate protection agreement required by Committee's counsel and approved by the Bank.

Committee and asset sale issues (.3);

had various discussions with

NBD's counsel over replenishment of the \$70,000 CD repaid by the debtor and with regard to NBD's negotiations with Creditor's Committee and Innkeepers over finalizing the cash collateral/adequate protection issues;



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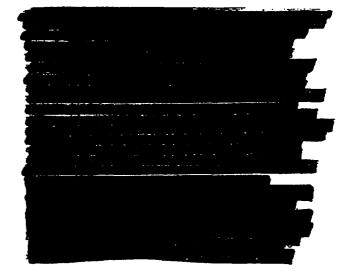
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further conferred with NBD's counsel regarding the consensual resolutions of the objection of Innkeepers and the Committee to the adequate protection agreement with NBD and reviewing amendments to be made to the agreement and made further preparation for the closing of the asset sale to Flexsteel.

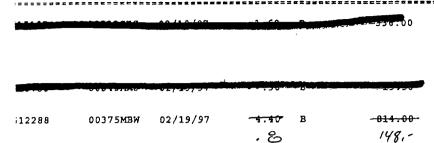


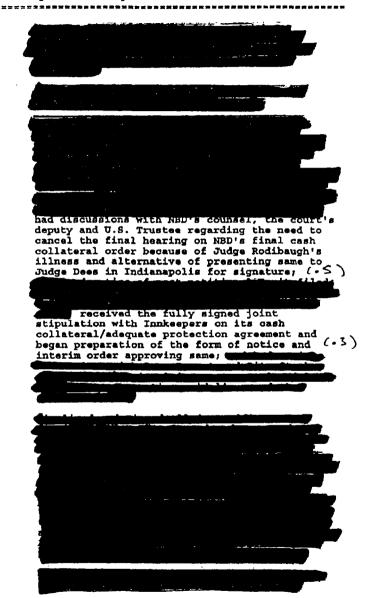
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Billing Attorney: Geoffrey K. Church

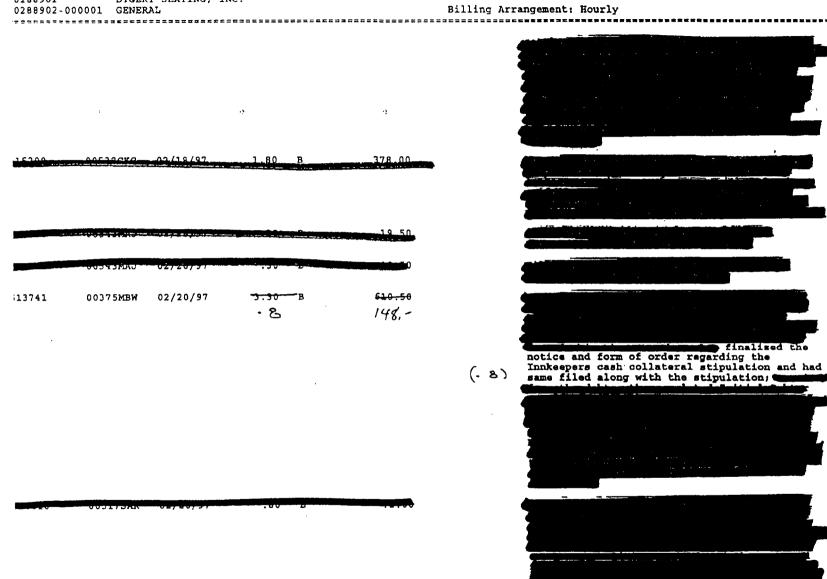
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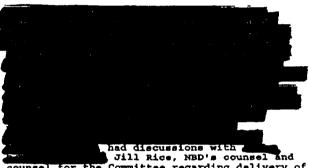


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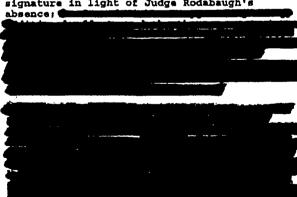
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Phone conferences with S. Hostetler re: Cash Collateral Agreed Order; phone conference with M. Watkins re: same and discussion with Howard for creditor committee;



counsel for the Committee regarding delivery of the final agreed cash collateral/adequate protection agreement with NBD to Judge Dees for (.5) signature in light of Judge Rodabaugh's

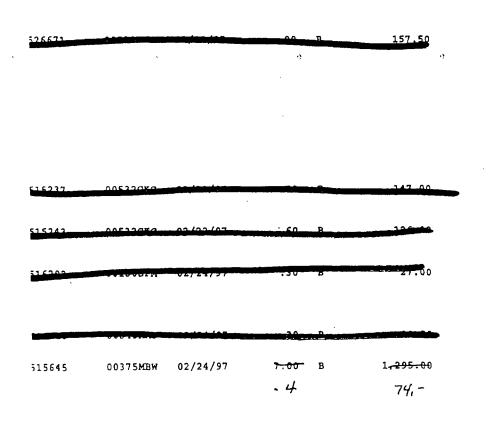


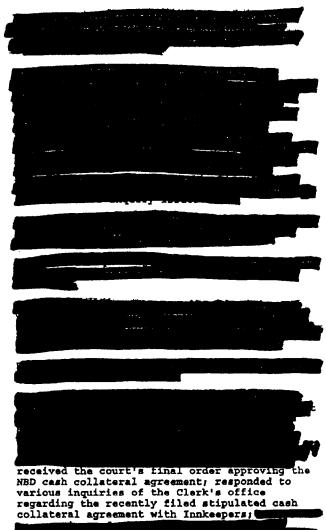
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Billing Attorney: Geoffrey K. Church

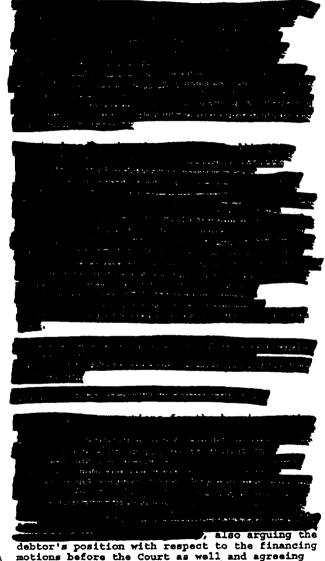
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to continue the hearing on the Innkeepers Cash

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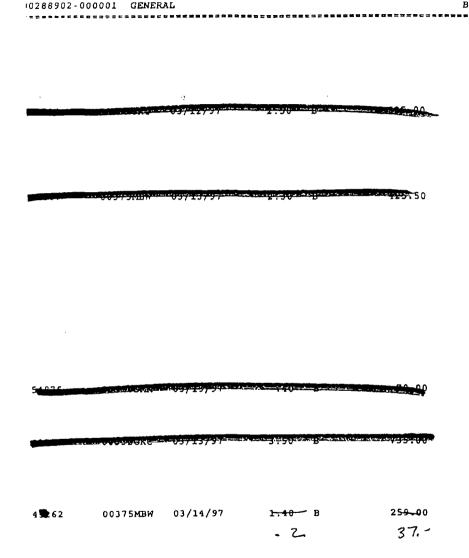
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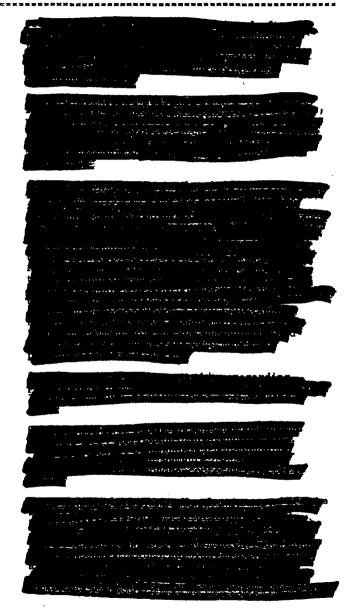
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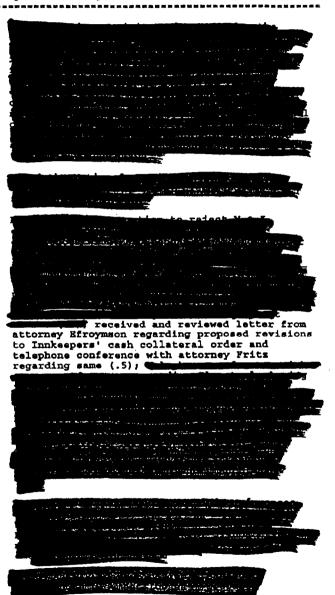


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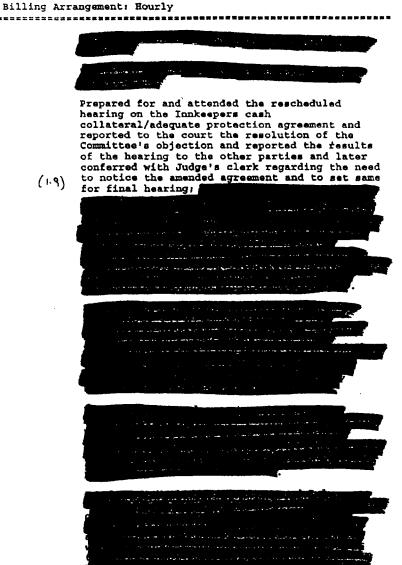
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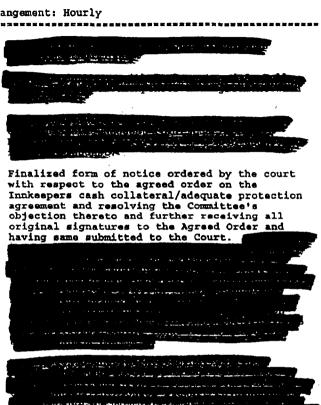
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Billing Attorney: Geoffrey K. Church

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06/24/97 DYGERT SEATING, INC.

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responded to various inquiries of the Clerk's office regarding the tender of the agreed order approving the Innkeapers cash collateral/adequate protection agreement and, scheduling the final hearing and objection 03/26/97 فالإجهاجية جولويه وعلمهن وبطهان بالداف بالحاد برباسا البداء الأناب شيدانيد والتشكر بالتابية موس المحال المحالية المراجعة والمادات

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.50 65.00 04/15/97 499.50 Attended hearing on the final approval of the 2.70 B 00375MBW 04/16/97 83652 Innkeepers cash collateral/adequate protection , 1.4 259,agreement, preparing for same; 10,405.50 245.00 والمعاصدات المعاملات ومخاصات المستثنان والمحاصات والأمار الموسورات a chi significa di antimina managaman. man an antique de la companya de la A CONTRACTOR OF THE PROPERTY O Constitution of the second section of the second se ang an analas and a second and an analas and also selected and an analas and an 04717797 والمراب والمواجه المنتينيون والمرابي والمراجع والمرابعة والمناجع والمنتجون والمراب أراب والمراب والمرابي าง และ ผู้สมัยเป็นสูง ผู้เลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือดสุดเลือด ા 🛫 🚉 કરતા ત્રાંકા છે. જો જેવા કે ત્રાંકા પ્રાથમિક છે. જે ત્રાંકા કાર્યા છે છે. જે છે છે છે છે છે છે છે છે છે છે. 🥏 والمعقع المآلف يفقدنه ويتنقف الايكتافة واللايات يعينينك فسيعط أيج والسجأ إرديا الداران

EXHIBIT D

288902 000001 DYGERT SEATING, INC. GENERAL - Asset Sale

TIME SUMMARY BY ATTORNEY

	A	ttorney	Hours	\$/Hour	Charge
00136	SPM	S. Merchant	1.10	90.00	99.00
00321	RWB	R. Benko	0.00		
00343	MAJ	Courier-SB		65.00	NONE
00375	MBW	M. Watkins	135.30	185.00	25,030.50
00516	GFL	G. Lutkus	0.00		
00517	SAR	S. Money	1.20	90.00	108.00
00520	SKM	S. Keller	61.00	175.00	10,675.00
00531	BJC	B. Clark	3.30	180.00	594.00
00532	GKC	G. Church	113.40	210.00	23,814.00
00545	MJA	M. Adey	0.00		,
00548	CMB	C. Benedict	0.00		
00746	TDK	T. Knox	0.00		
00756	CMK	C. Kelly	5.60	130.00	728.00
00759	JWM	J. Maciejczyk	0.00		
	TOTAL		320.90		61,048.50

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Billing Attorney: Geoffrey K. Church

Page 2 (2)

Billing Arrangement: Hourly

· · · · * * * MATTER BILLING ADDRESS * * * * * * * *

0288902 DYGERT SEATING, INC. ATTN: MR. DAVE DYGERT P.O. BOX 847 ELKHART, IN 46515 * * * * * * * CLIENT BILLING ADDRESS * * * * * * * *

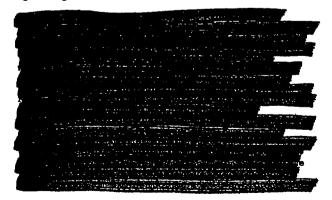
DYGERT SEATING, INC. ATTN: MR. DAVE DYGERT P.O. BOX 847 ELKHART, IN 46515

0288902-000001 GENERAL

ndex	Attorney	Date	Hours	Stat	Matter Value	Task	Activity Description of Services Rendered
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			2.6		481.00		

having

various discussions with Mr. Dygert, Attorney Church and NBD's counsel re the status and nature of the on-going discussions with Inkeepers as to the terms of an arrangement to sell the Inkeeper's claims to permit the sale to go forward and advising Attys Keller and Adey of the state of these matters in my upcoming absence. 2, 6



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Billing Attorney: Geoffrey K. Church

Page 3 (3)

Billing Arrangement: Hourly

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meeting with Attorney Watkins regarding status of negotiations with Flexsteel and Innkeepers for sale of assets and various motions and pleadings to be filed early in the bankruptcy case (.4) / several conferences with Attorney Watkins regarding status of negotiations with Innkeepers and other pending matters (.5); reviewed drafts of Emergency Application to Sell Assets Free and Clear of Liens, form of Order, form of Notice, Motion to Shorten Notice Period on Application to Sell Assets and form of Order (.6); reviewed commercial real estate analysis (.2); liquidation analysis (.2); reviewed recent Innkeepers correspondence (.2).

phone conferences with G. Lord, C. Fritz to negotiate settlement with Brewster; phone conferences with J. O'Connor re: terms of Agreement and extending deadline; conference with D. Dygert, T. Frick, G. Lucchese and C. Dygert; phone conferences with C. Fritz and G. Lord; phone conference with M. Watkins. N. Thokepen Settlement

Page 4 (4)

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15370	00520SMK	02/04/97	6-90_ B	1 ,207,5 0



phone conference with D. Dygert re: Innkeepers demand and status with Flexsteel; phone conference with G. Lord re: proposed agreement with Innkeepers; phone conference with D. Dygert re: same; drafted Settlement Agreement with Innkeepers.



Prepared and arranged for filing of Certificate of Service of Notice.

Conferred with Attorney Church regarding status of negotiations with Flexsteel and Innkeepers (.2); received and reviewed correspondence from attorney for Innkeepers regarding information relating to proposed sale to Flexsteel (.2);



Numerous phone conferences with D. Dygert, S. Hostetler, J. O'Connor, G. Lord and S. Keller to discuss negotiating with Innkeepers and Flexsteel.



numerous telephone conferences with Dave Dygert regarding negotiations with Innkeepers in connection with proposed sale to Flexsteel (1.8); numerous telephone conferences with Attorney Hostetler regarding negotiations with NBD in connection with proposed sale to Flexsteel (1.4); several conferences with

Page 5 (5)

oforma Number 164777 06/24/97 288902 DYGERT SEATING, INC. 288902-000001 GENERAL

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.5389 005205MK 02/05/97 __5.80 B 1,015.00 4. 2 7.35.60 negotiations (.4) numerous telephone conferences with Attorney O'Connor regarding negotiations with Flexsteel and drop dead date for Asset Purchase Agreement (1.2); extensive telephone conference with Attorney Lord regarding negotiations with Innkeepers and prepared notes regarding same (.4); telephone conference with Attorney O'Connor regarding decision by Flexsteel to terminate sale negotiations (.2); several telephone conferences with Dave Dygert regarding same and orderly liquidation issues (.6); received and reviewed letter from attorney for Plexateel regarding confirmation of Flexsteel's decision to terminate purchase negotiations (.2).

Attorney Watkins regarding status of all sale

Numerous telephone conferences with Dava Dygert regarding Flexsteel's termination of sale negotiations, and Chapter 11 alternatives including orderly liquidation issues (2.4); numerous telephone conferences with Attorney Hostetler regarding Flexsteel's termination of sale negotiations and orderly liquidation issues and prepared notes regarding same (1.2); extensive telephone conference with Attorney Church regarding status of all pending matters (.3); extensive telephone conference with Attorney Fritz regarding Flexsteel's termination of sale negotiations and remaining alternatives (.3);





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Billing Attorney: Geoffrey K. Church

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DYGERT SEATING, INC.

Billing Attorney: Geoffrey K. Church

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O'Connor regarding negotiations with Flexsteel (.6): conferred with Paralegal Money

regarding bankruptcy information requested by Flexsteel (.2).

received and reviewed revised draft of Asset Purchase Agreement from Flexsteel (.6);

Reviewed the debtor's latest claim settlement offer to Innkeepers and Innkeepers counter-proposal, with various discussions with Mr. Dygert, attorney Keller and NBD's counsel (1.6)

re: same

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164777 06/24/97 DYGERT SEATING, INC.

Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly

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and reviewed the most updated draft of the proposed purchase agreement sent by Flexsteel's counsel; forwarding comments to counsel for review. (1.7)

; several telephone conferences with Attorney Hostetler regarding status of

negotiations with Flexsteel and Innkeepers (.8),

telephone conference with Attorney Weldon regarding negotiations with Innkeepers (.2);

extensive telephone conference with Attorney Lord regarding Innkeapers position on sale of assets (.3);

several conferences with Attorney Watkins regarding all pending negotiations (.4);

received and reviewed extensive written counterproposal from Attorney for Innkeepers and had meeting with Attorney Watkins regarding same (.8); drafted memo to Dave Dygert regarding Innkeepers' counterproposal (.2); drafted memo to Attorney Church regarding same (.2).

Had various and extensive discussions and negotiations with counsel for Innkeepers, Mr. Dygert and Flexsteel's counsel to finalize the terms of the settlement of the method and

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Billing Attorney: Geoffrey K. Church

Page 9 (9)

Billing Arrangement: Hourly

amount of the payment of Innkeepers' secured (1.3) claim and advised NBD's counsel re: same, had further discussions with Flexsteel's counsel and Mr. Dygert to finalize the purchase agreement, updated and finalized the sale application, notice and form of order and motion to expedite the sale and form of order

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(4.7) to submit to the court

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Telephone conference call with Attorney Watkins and Dava Dygert regarding response to Innkeepers' counterproposal (.3); telephone conference with Attorney Hostetler regarding status of all negotiations (.2); drafted memo to Attorney Hostetler regarding Innkeepers' counterproposal (.2);

several telephone

conferences with Attorney O'Connor regarding Flexsteel purchase and financing issues (.8); several telephone conferences with Attorney Watkins and Attorney Lord regarding negotiations with Innkeepers (.9); telephone conference call with Attorney Watkins and Dave Dygert regarding negotiations with Innkeepers (.5); drafted memo to Attorney O'Connor regarding Creditor Committee issues (.2);

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Billing Attorney: Geoffrey K. Church

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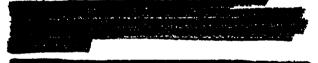
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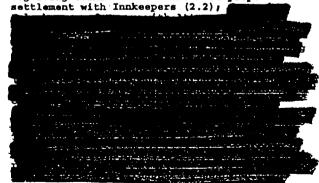


various

discussions with Mr. Dygert, attorneys Keller and Church, Bob Irwin and the Bark's counsel and Flexsteel's counsel regarding the sale and closing process and items to be accomplished with respect to finalizing and concluding the statement with Innkeepers on its secured claim; (-9) further updating the sale application pleadings and having further discussions with attorney Church and paralegal Money regarding reserving hearing dates with the court on the sale and (1.1) interim financing applications



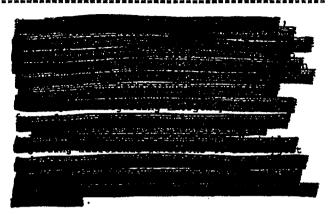
draft of extensive letter to Attorney Lord regarding terms and conditions of proposed



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Phone conferences with D. Dygert, M. Watkins, S. Keller and J. O'Connor re: closing, asset purchase agreement, interim financing and Chapter 11 filings; letter to G. Boyn, phone conference with D. Dygert re: agreement with Innkeepers.

Received and reviewed the final draft of the purchase agreement with Flexeteel and discussing the approval of same with attorney Church and counsel for Flexeteel; making arrangements for the parties' execution and later received the signed signature pages; (1.7) prepared the sale application, order and notice, and purchase agreement for filing with the court and also met with Flexeteel's local counsel to review these pleadings as well as the pleadings on the Flexeteel financing to answer local counsel's inquiries and to integrate his comments into the pleadings; (2.4)

various discussions with counsel for the Creditor's Committee regarding the nature of the sale and the need for the buyer's working capital advances with various discussions with Mr. Dygert and NBD Bank's counsel advising of same. (.8)



Billing Attorney: Geoffrey K. Church

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(.4); telephone conterence call with Attorney Watkins and Attorney Ephramson regarding Creditor Committee issues (.3);and the first of the property of the second ي ترك الله المراكز المراكز المراكز المراكز المراكز المراكز المراكز المراكز المركز المر ्रकोर र विकास अनुसर्वे अन्तर्वे । स्वर्थने स्वर्थने स्वरूप कार्यक स्वरूप कार्यक स्वरूप के स्वरूप के स्वरूप कार् and the state of t

Phone conference with D. Dygert re: terms of Agraement; review letter from J. O'Connor; drafted Exhibits C, D, E, F, G, H and I; conference with J. O'Connor; phone conference with S. Keller; conference with D. Dygert and T. Frick; phone conferences with J. O'Connor; phone conference with M. Watkins and S. Keller; phone conference with D. Dygert; phone conference with S. Keller; phone conference with M. Watkins. all with regard to the sale application.

Filed the sale application along with the purchase agreement and related pleadings, forwarding copies to Mr. Dygert and counsel for the Creditor's Committee along with the service list and confirming with the Court the date for objections and the sale hearing;

(1.6)

or the real contract that the title to the wind discussed various closing issues with

Flexsteel's local counsel. (. 8)

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DYGERT SEATING, INC.

Billing Attorney: Geoffrey K. Church

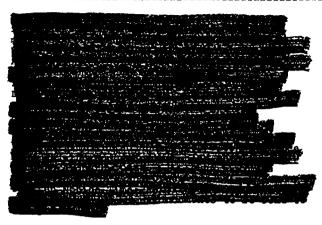
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on draft of extensive letter to Attorney Lord regarding agreement with Innkeapers on terms and conditions of settlement of debt (1.8);

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telephone conference call with Attorney Watkins and Attorney Van Laere regarding issues relating to sale of assets, tail insurance and jurisdiction issues (.4); telephone conference with Attorney Lord regarding status of Plexsteel transaction and Innkeepers issues (.2).

Phone conferences with S. Keller, M. Watkins, D. Dygert re: Asset Purchase Agreement, Interim Financing and Flexsteel, letter to M. Watkins with all real estate leases; letter to D. Dygert re: execution copies of Asset Purchase Agreement and Cash Collateral Order.

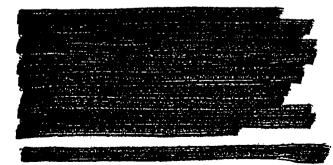


Letter to G. Lord with copy of Asset Purchase Agreement and all axhibits and schedules as requested.

Reviewed and commented on the draft of the proposed joint press release to be issued by Dygert and Flexsteel regarding the purchase transaction, with discussions with Mr. Dygert

(.S) regarding same; reviewed

> and revised draft of the settlement confirmation with Innkeepers over the terms of the settlement of Innkeepers' claim and the method and manner of payment of same. (1.1)



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DYGERT SEATING, INC.

Billing Attorney: Geoffrey K. Church

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Phone conference with J. O'Connor re: press release and executed Agreements; phone conference with D. Dygert re: same; revised Press Release.

Made final revisions to the letter confirming the settlement agreement with Innkeepers, including descriptions of each of the real properties and leasehold interests involved: (1.2) conferred with attorney Church regarding offer made by Plyfoam to pay off its note at a slightly discounted rate and with counsel for NBD for approval to accept the discount; (-2)



Reviewed proposed revisions to extensive letter to attorney Lord regarding terms and conditions of settlement with Innkeepers and conferred with attorney Watkins regarding same (.2); worked on extensive revisions to letter to attorney Lord (.5); telephone conference with attorney Church regarding Flexsteel closing issues (.2); drafted memo to attorney Church regarding draft of extensive letter to attorney



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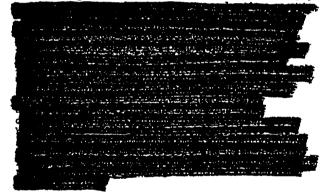
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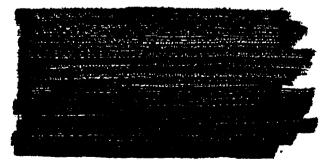
(4.)

Phone conferences and conference with D. Dygert; phone conferences with M. Watkins; began review of Innkeepers agreement; phone conference with G. Lord re: same and re: hearing.

الله المام ا

Conferred with attorney Keller regarding Creditor Committee's stated basis for its objection to be filed to the sale application and began discussing the responses to these -objections & began preparation of detailed letter to Creditor Committee counsel to respond to his request for information concerning the debtor's efforts to reorganize, sell or attract investors prior to the Flexsteel transaction; (2.7)





Extensive telephone conference with Attorney Church regarding revisions to extensive

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settlement proposal letter to Attorney Lord, made revisions and finalized same (.9),

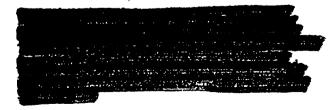
telephone conference with Attorney Efroymson regarding various Creditors Committee issues and objection to proposed sale and prepared notes regarding same (.3); conferred with Attorney Watkins regarding Creditors Committee issues (.2).



Continued preparation of letter to Creditors Committee's counsel describing the debtor's efforts to sell the company prior to the Flexsteel transaction; conferred with the U.S. Trustee regarding the Creditors Committee's

stated objections to the sale;

discussions with NBD's counsel regarding the projected final sale price and the objections to the sale to be raised by the Committee and the arrangement made to submit the agreed cash collateral order with NBD to the court for approval. (.2)



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Telephone conference with Attorney Church regarding Creditors Committee's issues and negotiations with Innkeepers (.2); conferred with Attorney Watkins regarding same (.2).

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reviewed the Closing document checklist prepared by Flexsteel's counsel with discussions with Trustee's local counsel regarding same;

conferred with Ar. Dygert regarding

additional efforts made by the company prior to the Flexsteel transaction to sell the assets incorporating these matters into the letter to Committee's counsel describing same and completing and forwarding the letter; conferred with Mr. Dygert regarding the updated analysis on the projected final sale price. (.2)



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received

and reviewed memo from Attorney Church . regarding negotiations with Innkeapers, tax issues and closing issues relating to Flexsteel and conferred with Attorney Church regarding #ame (.3);



Work on Innkeepers agreement; letter to G. Lord with current lease extension agreement for Georgia.

Conferred with Church regarding obtaining Certificate of Existence from the Secretary of State of Indiana and a Certificate of Good Standing from the Secretary of State of Georgia for Dygert Seating and coordinated both.

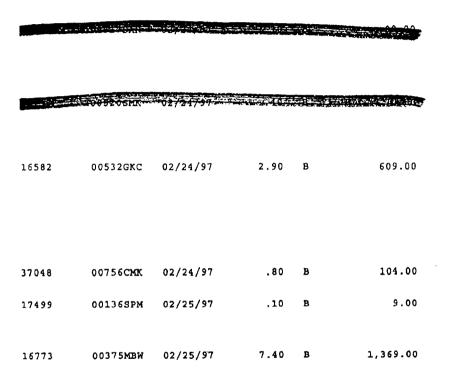
Began preparation of testimony and cross examination outline's of the debtor's president and representatives of the secured creditors and Flexsteel for the sale hearing and also organizing materials for the trial notebook, including an analysis of the monies paid by the debtor towards the Goshen Cushion purchase; (S.S.)

received and reviewed

the Committee's written objections to the sale and the retention papers of Committee's counsel; conferred with Flexsteel's counsel

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regarding the objections filed by the Committee and the objection to be filed by the US

Trustee, conferred with attorney Church regarding the approval needed to discount the Plyfoam obligation. (.2.)





Review checklist and prepare additional list; phone conference with D. Dygert; conference with C. Kelly re: Georgia tax clearances; phone conference with J. O'Connor; phone conference with M. Watkins; phone conference with M. Watkins; phone conference with G. Gaskill; phone conference with B. Haut re: Molded Foam discount proposal; phone conference with M. Watkins. All Al. Classic Markey.

Calls to Georgia Department of Revenue regarding tax clearance certificates.

Reviewed Certificate of Good Standing received from the Secretary of State of Georgia and a Certificate of Existence from the Secretary of State of Indiana and forwarded same to Church.

Continued preparation of the testimony and/or cross examination outlines of Dave Dygert and representatives of both secured creditors and

(2.6) Flexsteel; discussing the testimony to be presented by NBD and Flexsteel with their

respective counsel; prepared draft of the Debtor's response to the Committee's objection

to the sale application; conferred with Mr.

Edgar over the Trustee's limited objection to
the sale; conferred extensively with counsel

for PlyFoam about compromising the dispute over the continuing liability of PlyFoam under a

non-compete agreement; made revisions to the proposed sale order to conform to requests by Committee's counsel, Flexsteel and to

incorporate the approval for the settlement with PlyFoam, had extensive conference with

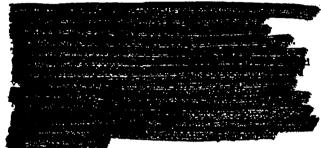
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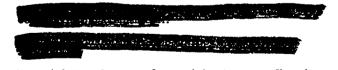
	Innkeepers counsel over preparation for the
	sale hearing and the testimony of Innkeepers
(.61/	witness; had extensive conference with
	Committee's counsel over his objections to the
	sale application and to the proposed cash
	collateral and adequate protection agreement
	with Innkeepers and preparing letter to
(.9)	Innkeepers to advise of the Committee's
(Innkeepers to advise of the Committee's objection as requested by Committee's counsel.
	Businesses and the control of the co



draft of response to Creditors Committee's objection to Flexsteel sale and conferred with Attorney Watkins regarding same (.3).

Phone conference with B. Haut re: amount of discount; phone conference with D. Dygert; conference with D. Dygert; phone conference with M. Watkins; phone conference with B. Haut; phone conference with B. Haut; phone conference with M. Watkins; phone conference with G. Lord. 411 A. Claim (1944)

Letter to Georgia Department of Revenue regarding tax clearance certificates.



Met with Mr. Dygert along with attorney Church to discuss Mr. Dygert's testimony at the sale hearing, the hearing procedures and closing issues; further discussed preference matters and those items required by Innkeepers to

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release the liens and quarantees and make other

> preparations for the hearing; received from Flexsteel's counsel and integrated into the updated draft of the proposed sale order language required by Flexsteel respecting the assets being purchased and conferring with Flexsteel's counsel regarding same and the expected testimony of Flexsteel's (.8) representative; conferred with counsel for NBD

regarding the status of the Committee's obligation and the expected testimony of NBD's

(.3) representative

and the state of the The series of th finalized and filed the response to the

Committee's objections to the sale, incorporating additional comments noted by Mr. Dygert about inaccuracies in the Committee's objection and continued revising the testimony outline of Mr. Dygert based on our earlier discussions and otherwise preparing for the hearing, including preparation of the hearing exhibits and updated liquidation analysis.

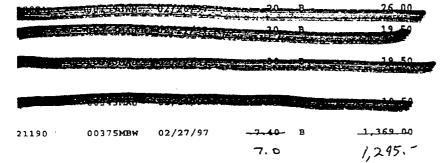
Telephone conference with Attorney Church regarding negotiations with Innkeepers (.2); received and reviewed latter from Attorney Efroymson regarding Creditors Committee issues with respect to post-petition operations and proposed sale to Flexsteel and drafted mamo to Attorney Church regarding same (.3);

several extensive conferences with Attorney Watkins regarding issues related to closing with Flexsteel and negotiations with Innkeepers and resolution of various issues raised by Creditors Committee (.8); telephone conference call with Attorney Church and Attorney Lord regarding additional revisions to Innkeapers settlement agreement and prepared notes regarding same (.3); conferred with Attorney Church regarding follow-up on negotiations with Innkeepers and tax issues (.2); telephone conference call with Attorney Watkins and Attorney Van Lacre regarding issues relating to hearing on Motion for Approval of Sale to Flexsteel (.2); telephone conference with Dave Dygert regarding revisions to settlement agreement with Innkeepers and Flexsteel closing issues (.2); made extensive

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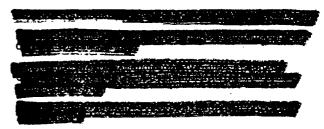
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revisions to Flexsteel settlement letter (1.4).

Reviewed tax issue on Dygert sale; telephone conference with J. Thomas (McGladrey).

Prepare for meeting; phone conference with G.
Lord; phone conference with J. O'Connor; phone
conference with S. Keller; conference with D.
Dygert and M. Watkins to prepare for hearing;
phone conference with G. Lucchese re: providing
employee personnel files to Flexsteel;
conference with J. Maciejazyk; phone conference
with G. Lucchese; phone conference with D.
Dygert re: M & I; phone conference with B.
Haut; letter to Plyfoam. All In consection with Scale.



(.2) Received and reviewed the US Trustee's limited objection to the sale;

extensive discussions with counsel for NBD, Flexsteel and the Committee regarding the sale hearing and evidence and testimony and continuing objection; finalized the testimony and cross-exam outlines; conferred further with PlyFoam's counsel over the disputed claim and prospects for a negotiated resolution; various conferences with Mr. Dygert over the sale hearing process and PlyFoam and M&I leasing issues and conferring with M&I's counsel regarding same and made further preparations for the hearing, including organizing the hearing notebook and exhibits, completing the

had various and



updated liquidation analysis.

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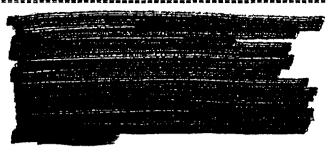
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Received and reviewed message from Attorney Clark regarding tax issues relating to settlement with Innkeepers (.2); made additional revisions to Innkeepers settlement agreement and drafted memo to Dave Dygart regarding same (.9); telephone conference with Dave Dygert regarding final approval of Innkeepers settlement agreement and response to Creditors' Committee's objection to Flexsteel sale and drafted memo to Dave Dygert regarding same (.4); saveral conferences with Attorney Watkins regarding Flexsteel sale hearing issues and settlement with Innkeepers (.5); conducted research regarding issues relating to enforcement of payment for non-compete obligations owed to Dygert Seating and conferred with Attorney Watkins regarding same

Worked on tax issues for transaction; multiple telephone conferences with McGladrey; conference with S. Keller; conference with M. Watkins.

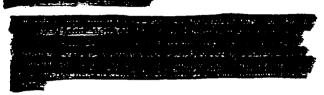
Made final preparations for the hearing on the sale application including meeting with Mr. Dygert to review his anticipated testimony and attended the sale hearing and presented argument and the testimony of Mr. Dygert and examination of the other witnesses and participated in settlement discussions with counsel for all other parties resulting in stipulated resolution to approve the sale and at the parties' insistence, began drafting the agreements reached into an agreed form of sale

order to present to the Court,

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539087	00375MBW	03/03/97	7.70	В	1,424.50
552263	00520SMX	03/03/97	.60	В	105.00
540258	00531BJC	03/03/97	.70	В	126.00
540267	00532 GKC	03/03/97	2.30	В	483.00
539118	00375MBW	03/04/97	.20	В	37.00



Prepare for and attend hearing on emergency petition to sell assets and negotiate agreed order.

Made revisions to the form of order approving the asset sale to incorporate the parties' agreement at the hearing and as read into the record and incorporated additional comments by Flexsteel as to the identity of the assets being purchased and made further revisions based on the circumstances of the hearing.

Letter to G. Lord; letter to J. O'Connor; review pleadings and notes. for (1021) < -

Forwarded the updated draft of the sale Order to the parties for comment and received and negotiated comments from all parties and inserted the comments into a further update of the form of order and re-circulating same and receiving each parties approval and finalized the order and tendered same to the judge for signature and entry by the extended deadline; discussed open closing issues and requirements with attorneys Church. O'Connor and Van Laere.

Several conferences with Attorney Watkins regarding issues relating to final approval of Order granting Application to Sell Assets to Flexsteel (.4); telephone conference with Attorney Lord's office regarding same (.2).

Reviewed the IRA question with G. Church; reviewed IRA issues.

Review revised Order Approving Sale; conference with B. Clark; phone conference with M. Watkins; phone conference with D. Dygert; began drafting closing documents; phone conference with M. Watkins; phone conference with D. Dygert.

Received certain of the original signature pages to the Agreed Order Approving Sale to

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tender to the court and discussing certain pre-closing issues with attorney Van Laere.

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Worked on draft of "cash at closing" option settlement agreement proposed for resolving Innkeepers' indebtedness.

Draft closing documents; phone conference with S. Hostetler; phone conference with M. Watkins; phone conferences with D. Dygert re: closing, timing and related issues; phone conference with J. O'Connor; phone conference with J. O'Connor re: drafts of all closing documents.

Reviewed certain of the proposed closing documents required of the debtor and making revisions and comments:

conferred with Flexsteel's counsel over the timetable for pre-closing and closing: (.2) conferred with attorney Keller regarding concerns raised by Flexsteel's counsel over the sufficiency of the sale proceeds to pay NBD; (.2)

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Received and reviewed letter from Attorney Lord regarding issues to be resolved for closing of Flexsteel transaction and settlement of Innkeepers' indebtedness (.2); extensive telephone conference with Attorney O'Connor regarding closing issues, Elkhart real estate issues and issues raised by Innkeepers and prepared notes regarding same (.4); conferred with Attorney Watkins regarding issues raised by Innkeepers and Flexsteel (.2); extensive telephone conference with Dave Dygert regarding same (.3); concluded drafting and made revisions to "cash at closing" option settlement agreement proposed for resolution of Innkeepers' indebtedness (1.6).

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Received and reviewed court minutes on hearings on post-petition financing motions and hearing on emergency application to sell assets (.2); extensive telephone conference with Geoff Church regarding various issues relating to closing with Flexsteel, resolution of Innkeepers' indebtedness and alternative settlement agreements proposed to Innkeepers (.4); received and reviewed letter from Attorney Hostetler regarding Flexsteel closing issues (.2); worked on draft of real estate equity option settlement agreement proposed for Innkeepers' indebtedness (2.8).

Phone conferences with S. Hostetler, M. Watkins, D. Dygert, and J. O'Connor; prepare documents for pre-closing; conference with D. Dygert re: pre-closing and open issues and review of revised documents; prepare outline for discussion.

Calls to Georgia Department of Revenue. Received correspondence from Flexsteel's

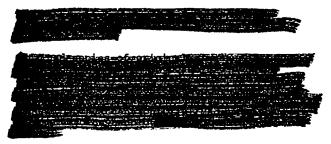
(.4) counsel regarding comments to the closing documentation), correspondence from counsel to NBD regarding arrangements NRB and Innkeepers are making with respect to the lien releases to be given at closing as required by Flexsteel, (.4) including review of proposed intercreditor and non-disturbance agreements; attended lengthy meeting with Mr. Dygert and President, CEO and counsel for Flexsteel to discuss remaining open business and legal issues for the closing and the transition of operations, including review of updated anticipated purchase price less allowances and other deductions and discussed Flexsteel's intentions respecting the real estate leases and production related matters and further addressed Flexsteel's notice to not recommend the purchase to its board unless the

purchase agreement is amended to exclude the purchase of certain troubled accounts and other concessions with discussions with attorney Church and Mr. Dygert as to how to respond to Flexsteel's notice to force compliance with the purchase agreement;

1288902-000001 GENERAL

Billing Arrangement: Hourly

77736	UUSI/SAR	03/07/97		25.00
52350	0052 0SM K	03/07/97	1.80 B	315.00
41254	0053 2G KC	03/07/97	6.50 в	1,365.00
40518	00375MBW	03/08/97	1.90 B	351.50
41270	00532GKC	03/08/97	2.50 B	525.00
41339	00375MBW	03/10/97	3.20 в . 4	5 32. 00 74



Made revisions to cash at closing option settlement agreement for Innkeepers' indebtedness and drafted memo to attorney Church and attorney Watkins regarding same (.5); conferred with attorney Watkins regarding various closing issues with Flexsteel (.2); continued drafting and made revisions to real estate equity option settlement agreement (1.1).

Prepare for and attend conference of D. Dygert, M. Watkins, B. Lauritsen, R. Klosterman and J. O'Connor to discuss closing adjustments, purchase proposal for real estate and related issues; conference with M. Watkins; phone conference with D. Dygert. (.3)

> Reviewed and made comments to letter from attorney Church to Flexsteel's counsel demanding that Flexsteel abide by the terms of the purchase agreement as to all the assets it agreed to buy and reviewed draft of the Settlement and Release Agreement prepared for execution by Dygert and Innkeepers and reviewed notes for prior Board approval by Flexsteel which Flexsteel now disclaims.

Revise documents; letter to J. O'Connor with changed pages; conference with D. Dygert; revise letter to J. O'Connor re: meeting last Friday; phone conference with J. O'Connor. Me closing moltes.

conferred

with Mr. Dygert and attorney Van Lacre regarding the concerns raised by Flexsteel which may impede the closing.

Page 30 (30)

roforma Number 164777 06/24/97 0288902 DYGERT SEATING, INC.

0288902	000001 GENER	RAL	.NC.	======	Bil	ling Arrangement: Hourly
52375	0052 08M X	03/10/97	80. ما .	В	140.00 /05,-	; made revisions to real estate equity option settlement agreement and drafted memo to attorney Church regarding same (.6).
41279	00532GRC	03/10/97	1.20	В	252.00	Phone conference with J. O'Connor; revise letter to J. O'Connor; phone conference with D. Dygert; phone conference with S. Hostetler; phone conference with D. Dygert; phone conference with M. Watkins. A: F(4) sheet Solution
		en destro in 1994 Labes				
41354	00375MBW	03/11/97	- 1.00 • &	В	185.00 148	reviewed letter from Flexsteel's counsel outlining its alleged basis to walk away from the closing and noting inaccuracies in the letter as the stated bases for further negotiations and otherwise discussing with attorney Church actions the Debtor might take to cure or claim waiver of the alleged defaults and discussed Flexsteel's stated intent otherwise to nonetheless proceed to closing. (.8)
52406	00520 SM K	03/11/97	1.30	В	227.50	Conferred with attorney Church regarding draft of cash at closing option settlement agreement and real estate equity option settlement agreement (.2); drafted memo to Dava Dygert regarding drafts of alternative settlement agreements (.3); received and reviewed proposed revisions to settlement agreement forms from attorney Church and worked on same (.8),
41892	00532GKC	03/11/97	3.50	В	735.00	Phone conference with D. Dygert; phone conference with M. Watkins; phone conference with J. O'Connor re: documents; revise letter to J. O'Connor; phone conference with D. Dygert; complete checklist for closing; phone conference with G. Lord; phone conference with S. Hostetler; phone conference with J. O'Connor. A., Closse Maller.
42056	00375MBW	03/12/97	.40	В	74.00	Reviewed and updated changes to certain of the closing documents and responded to inquiries of NBD's counsel regarding status of the closing and continuing negotiations.
54858	00520SMK	03/12/97	.90	В	157.50	Extensive conference with attorney Church

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DYGERT SEATING, INC. J288902-000001 GENERAL

Billing Arrangement: Hourly

42714	00532GKC	03/12/97	2.50	В	525.00
42867	00375MBW	03/13/97	2.30	В	425.50

regarding revisions to alternative drafts of settlement agreement proposed for Innkeepers' indebtedness and worked on revisions (.6); drafted memo to attorney Lord regarding draft of real estate equity option settlement agreement (.3).

Conference call with S. Hostetler and G. Lord re: Flexsteel proposal to purchase real estate; phone conference with D. Dygert ra: Board approval, terms and price calculations; review letter from S. Hostetler re: certificate of no unpaid administrative expenses; letter to J. O'Connor.

Conferred with attorney Church and attorney Van Laere recarding remaining open closing issues. including allocation of the purchase price, agreement with Flexsteel and M & I Leasing and need to reject the lease by the debtor and name change documentation and began preparing the corporate minutes and certificates to effect the name change and assignment of the name to Flexsteel; reviewed the proposed amendment to the purchase agreement to conform to the amendments set forth in the order approving the sale; conferred with attorney Van Laere regarding Flexsteel's Board's decision to approve the sale; reviewed demand to Molded Form for payment of the delinquencies; and otherwise assisted in the continued preparations for closing.

735.00 13326 00532GKC 03/13/97 3.50 B 259.00 45262 00375MBW 03/14/97 222. 1. 2

Conference with D. Dygert; phone conference with J. O'Connor; phone conference with M. Watkins; phone conference with D. Dygert; revise Employment Agreement; letter to J. O'Connor re: same; phone conference with S. Ruha. rev. clasing moders.

Conferred with attorney Van Laers regarding the rejection of the M&I leases based on Pleasteel's agreement to directly purchase the leased goods and requesting lease copies from Rita Stephan to prepare the motion; had later conferences with attorney Van Laere regarding status of name change documentation and received certificates for assumed name to be completed by Flexsteel at the closing and also

164777

0288902-000001 GENERAL

Billing Arrangement: Hourly

discussing the purchase price allocation
determined by Flexsteel; conferred with
attorney Church regarding open closing issues
to be resolved by negotiation at the closing;

h message

the proposed Steelmaster agreement with respect to the liens on the debtor's molds and debt cancellation; making notes of revisions to be made. (-3)



Worked on closing documents; draft agreements to release tool liens; phone conferences with D. Dygert, G. Lord, J. O'Connor, S. Hostetler, M. Watkins and J. Matthews and S. Keller re: closing issues; phone conferences with G. Gaskill; conference with B. Irwin.

Prepare joint resolutions and name change amendment; calls to Georgia Department of Revenue.

Had lengthy discussion with attorney Church regarding status of closing issues, including allocation of purchase price, real estate purchase in escrow, lien releases from secured creditors and statutory lienholders holding molds and dies and discussed the debtor's latest calculation of the purchase price.

Phone conference with D. Dygert re: closing numbers; phone conference with M. Watkins re: same; work on closing documents; prepare for closing.

Attended and assisted in the escrowed closing of the sale of the debtor's assets to Flexsteel pursuant to the sale order, conducting and finalizing the negotiations with Flexsteel and the secured creditors over the calculation of the purchase price for the assets and collateral sale of the real property and

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Billing Arrangement: Hourly

57854	00517SAR	03/17/97	.30	В	27.00
54908	00520SMK	03/17/97	3,80- •	В	665.0 0 192,50

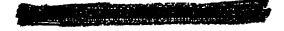
obtaining the requisite releases under the terms of the Purchase Agreement; preparing and finalizing various of the closing documents, including the real estate purchase agreements; further discussing with the parties the continuation of the case in the bankruptcy court and the conditions and requirements to close the transactions out of escrow; and had negotiations with NBD's and Innkeeper's counsel over resolving the objections of the Committee to the Innkeeper's cash collateral agreement and finalizing the agreed order approving same to submit to the court.

arding motion to reject

; conferred with attorney
Watkins regarding Plexsteel closing issues and
proposed changes to Innkeepers' cash collateral
order (.2);

telephone conference with
attorney Efroymson regarding Flexsteel closing
issues and motion to reject M & I equipment
leases (.2); several conferences with attorney
Watkins regarding additional issues relating to
Flexsteel closing (.7);

Prepare for conference; extended conferences with D. Dygert, C. Dygert, G. Lucchese, M. Watkins, J. O'Connor, B. Lauritsen, R. Klosterman, G. Lord, B. Irwin, S. Hostetlar to negotiate final terms of sale; redraft and execute all agreements.

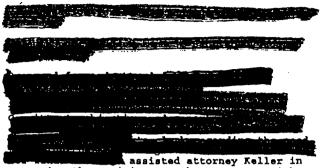


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Billing Arrangement: Hourly

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54921	00520SMX	03/18/97	1.90 B	332,50
45997	00532GKC	03/18/97	1.70 B	357.00
46180	00375MBW	03/19/97	2:10 В • (о	388.50 {{{{ -



preparing the revisions to the agreement with Innkaepers over the payment of its claim and release of liens based on final negotiations at the closing;

> Several conferences with attorney Watkins regarding Flexsteel closing issues and additional revisions to settlement agreement with Innkeepers (.4); reviewed proposed revisions to settlement agreement and worked on revised draft of settlement agreement (.6); reviewed extensive additional revisions to settlement agreement proposed by attorney

Watkins and worked on same (.9).

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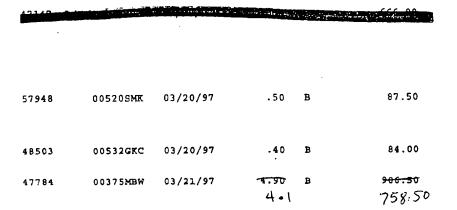
Finalize closing documents; prepare for meeting, etc.; phone conference with R. Irwin; phone conference with R. Klosterman and J. O'Connor re: initial payment; phone conference with D. Dygert; phone conference with G. Lucchese; phone conference with R. Klosterman; phone conference with R. Irwin. As Closing Preparation

Further revised the Settlement and Release Agreement with Innkeepers concerning Innkeepers obligation under the Sale Order to deposit \$30,000 of the sale proceeds with the estate (.6) and discussing same with attorney Church as well as confirmation of Flexsteel's wire of that portion of the purchase price to satisfy NBD's claim and also discussed payment of all outstanding administrative fees of the estate out of the sale proceeds;

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Billing Arrangement: Hourly

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46942	00532GKC	03/19/97	3.10 в	651.00
			z · +	504





Conferred with Attorney Watkins regarding additional revisions to Innkeepers settlement agreement and made same (.6); drafted memo to Attorney Church regarding revised settlement agraement (.2); several conferences with Attorney Watkins regarding Flaxsteel closing issues and possible dismissal of bankruptcy case (.4); conferred with Attorney Church regarding Flexsteel closing issues and issues relating to Flexsteel settlement agreement (.2).

phone

conference with S. Keller; phone conference with M. Watkins; phone conference with D. Dygert; phone conference with P. Dillard re: Georgia transaction; phone conference with R. Klosterman; fax to R. Klosterman. /2: Closin Malles



Received and reviewed letter and extensively revised draft of settlement agreement from Attorney Lord and drafted memo to Attorney Watkins regarding same.

Phone conference with D. Dygert; raview agreement with Innkeepers.

Continued preparation of the Report of the Sale of the Assets to Flexsteel and ancillary transactions; (

and reviewed revised form of Innkeepers Settlement and Release Agreement respecting the asset and related sales to (2.7) Flexsteel prepared by Innkeepers' counsel with memorandum to Mr. Dygert addressing various aspects of the new terms as agreed at the

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pre-closing and further proposing various suggested revisions.

Completed initial draft of the Report of the Asset Sale

to Flexsteel and ancillary transactions; (L.B.)
conferred with Innkeepers' counsel regarding
the continuation of the state court proceedings
against the debtor and guarantors under a
restricted basis; and conferred with attorney
Church regarding the preliminary indication
that the final adjusted purchase price payable
from Flexsteel may be insufficient to fully

satisfy NBD's claims. (.Z.)

Phone conference with D. Dygert re: closing statement; fax to Innkeepers and memo to Dava; phone conference with S. Hostetler; phone conference with M. Watkins;

and a second of the second of

(, 9) Completed revisions to and updated the draft of the Report of Sale pending the final closing and distribution numbers;

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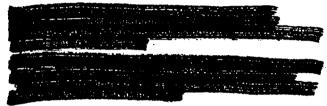
72912 00520SMK 03/26/97 2.20 B 35.00

83387 00532GKC 03/26/97 .60 B 126.00



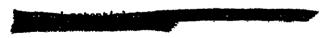
reviewed correspondence from NBD regarding its payment. (-2)





Finalized and forwarded draft of the Report of Sale to Mr. Dygert for review, comment and for insertion of the final, adjusted closing numbers and began preparation of letter to Innkespers' counsel with various comments and suggested revisions to the Settlement and Release Agreement being negotiated.

Conferred with Attorney Watkins regarding Flexsteel closing issues and final settlement with Innkeepers.



Phone conferences with M. Watkins and J. O'Connor; revise letter.on the classify made t



Billing Arrangement: Hourly

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54002	00343MAJ	03/27/97	.30	В	19.50
72984	00517SAR	03/27/97	.70	В	53.00
i57110	00532GKC	03/27/97	2.00	В	420.00
61082	00136SPM	03/28/97	.30	В	27.00
155089	00375MBW	03/28/97	- 3.40 1.Z	В	-629.00 222.

Conference with B. Irwin re: payoff calculations and closing/payment proceeding; complete real estate documents; phone conferences with R. Taylor re: amendment, assessment and resolution.

Reviewed Articles of Amendment received from Church for DPD, Inc. for filing with the Secretary of State of Indiana and coordinated same.

Finalized and forwarded to Innkeepers' counsel letter addressing our comments to his draft of the Settlement and Release Agreement and received and reviewed his response to our comments and having further discussions with Innkeepers' counsel over finalizing the Agreement and discussed the pending analysis of the final purchase price from the asset

(1.2)





Prepare for real estate closing; phone conferences with D. Dygert, M. Watkins and G. Lord; phone conference with J. O'Connor; revise letters; phone conference with J. O'Connor re:

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						closing, closing statement, etc.; phone conference with D. Dygert re: payments to Innkeepers; phone conference with M. Watkins; phone conference with D. Dygert.
57190	00532GKC	03/29/97	1.00	В	210.00	Preparation for closing on real estate.
38156	00375МВЖ	03/31/97	2.00	В	370.00	Assisted attorney Church in the closing of the real estate sales to Flexsteel and consequent payment towards Innkeepers' claims, including receipt and review of the updated draft' of the Settlement and Release Agreement with Innkeepers from its counsel and negotiating final comments to same and advising Mr. Dygert and attorney Church of these negotiations.
70766	00532GKC	03/31/97	4.70	В	987.00	Prepare for conference and closing; phone conferences with J. O'Connor re: closing, approval of documents and transfers; phone conference with Elkhart Title re: easement and restriction copies; fax to O'Connor; conference with D. Dygert; phone conference with M. Watkins; conference at Elkhart Title to close real estate transaction.
70817	00756CMK	03/31/97	.90	В	117.00	Prepare sales disclosure form for Flexsteel property transaction.
58943	00136SPM	04/01/97	. 4 0	В	36.00	Reviewed rejection form received from the Secretary of State of Indiana for the Articles of Amendment to Dygert Seating; conferred with Church regarding same and faxed biennial annual report for 1997/1998 to Church for execution by client.
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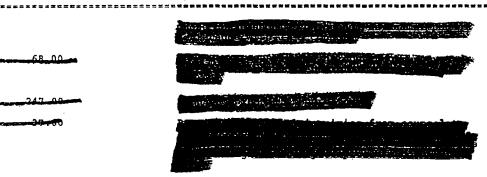
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76375	00532GKC	04/01/97	-1-60	В	236.00
			1.2		252,-





Review financial information; review and revise report to court; letter from J. O'Connor with signed closing statement; letter to D. Dygert; phone conference with D. Dygert;

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13434 13515		-04/01/37 -04/02/37		247.00
⁷ 6404	00532 G KC	04/02/97	— ,90 В	189.00 <u> </u>
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Note (profession		04704797	1 0	36 00
76113	00375MBW	04/04/97	.20 в	37.00
76462	00532GKC	04/04/97	1.20 В	252.00



Conference with D. Dygert re: Milliken, revising documents to be signed, administrative expenses and state filings;

letter to T. Frick with closing information; letter to G. Lord with Settlement Agreement;



Conferred with attorney Church regarding his comments to the draft of the Report of Sale and further discussed Mr. Dygert's preparation of the final closing analysis and the preference analysis.

Reviewed letter from G. Lord; letter to G. Lord re: same; complete revision of closing list for transcripts; phone conference with M. Watkins.



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)288902)288902-	000001 GENER	T SEATING, IN		*=====	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Billing Arrangement: Hourly
7090	00375MBW	04/07/97	3.80	В	703.00	Received and reviewed attorney Church's comments to the draft of the Report of Sale and incorporating same along with additional and updating revisions and forwarded an updated draft of the Report to counsel for NBD, Innkeepers and the Committee for review along with letter describing the additional information needed to finalize the Report and later conferring with Mr. Dygert regarding the status of the remaining information needed to complete the Report, particularly the health claims and the environmental related fees.
77985	00375MBW	04/09/97	90 -	В	148:	Received form of "Notice of Disposition of Assets" Indiana Workforce Development Board has asked our client to complete and submit with respect to the asset sale but which Flexsteel does not want to be submitted; reviewing the applicable Indiana statutes referenced in the report form as to compliance matters and applicability to this sale, discussing same with Rita Stephan and conferred with Committee's counsel regarding the deposit by Innkeepers referenced in the Sale Order. (.7-
71117	00136SPM	04/14/9/	.50		2/1.00	
30843	00375МВ₩	04/14/97	2.00	В	370.00	Received letter from counsel to the Committee raising a number of inquiries about the sale closings and draft of the Report of Sale, preparing draft of letter responding to the inquiries and forwarding same to Mr. Dygert for review and to supply certain of the information needed to respond and further solicitating informational requests from Rita Stephan.
12133	00532GKC	04/14/97	.10	عبسرون		
	- OF SVOIET		40	R	52.00	The second secon
31708	00375MBW	04/15/97	.40	В	74.00	

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Billing Arrangement: Hourly

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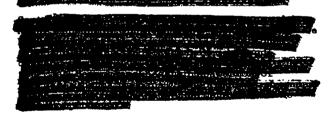


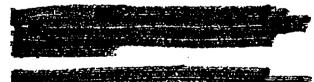
782-14 -- -- 00526SMK U4/17/97

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from Rita and began reviewing updated post-closing activity to update the Sale Report with and to also advise committees' counsel with this updated information. (-6)







Letter to G. Lord with recorded deed and

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roforma Number 164777 06/24/97 DYGERT SEATING, INC.

Billing Attorney: Geoffrey K. Church Page 43 (43)

Billing Arrangement: Hourly



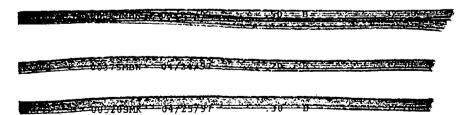


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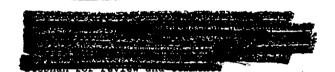
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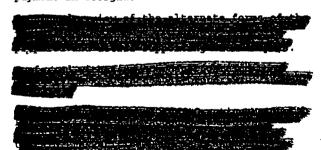
remaining documents from Georgia closing; letter to D. Dygart; completed transcript; letter to J. O'Connor; letter to M. Watkins.







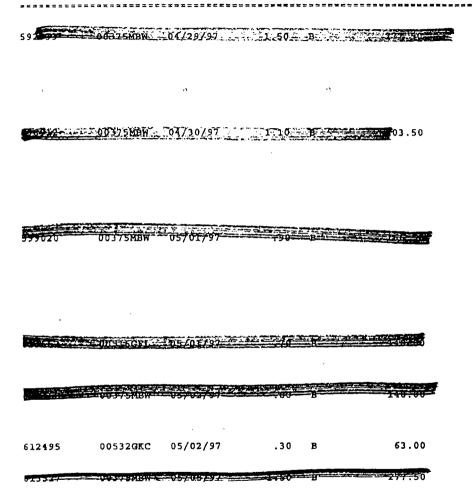
Phone conference with Denise Davis re: mortgage payment in Georgia.

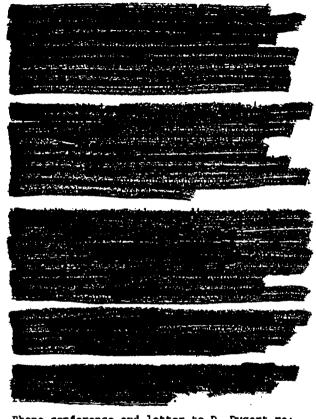


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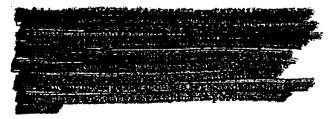
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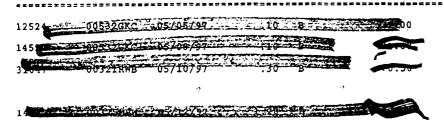
Billing Arrangement: Hourly





Phone conference and letter to D. Dygert re: Georgia property.





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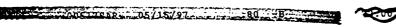


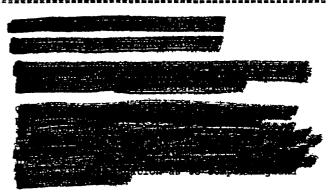


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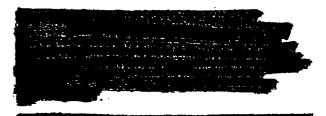
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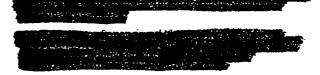






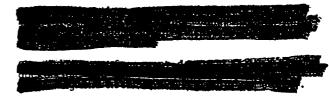
Receive letter from D. Davis re: payment of Georgia rent balance to Innkeepers; letter to D. Dygert re: same.





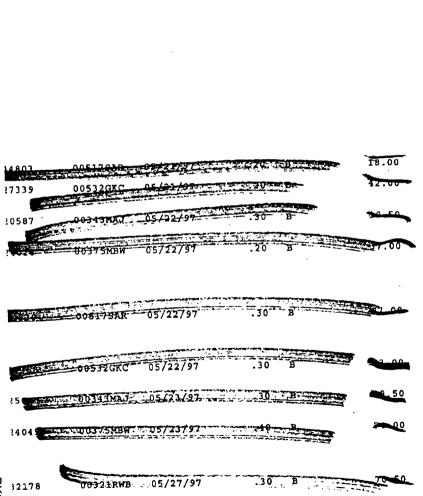
Phone conference with D. Davis re: mortgage payment and assumption.

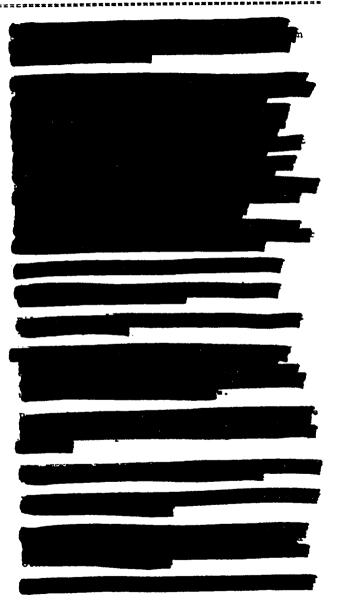
Phone conference with M. Pupacovski of IBM ressale of assets and requesting Notice of Ch. 11.



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Billing Arrangement: Hourly





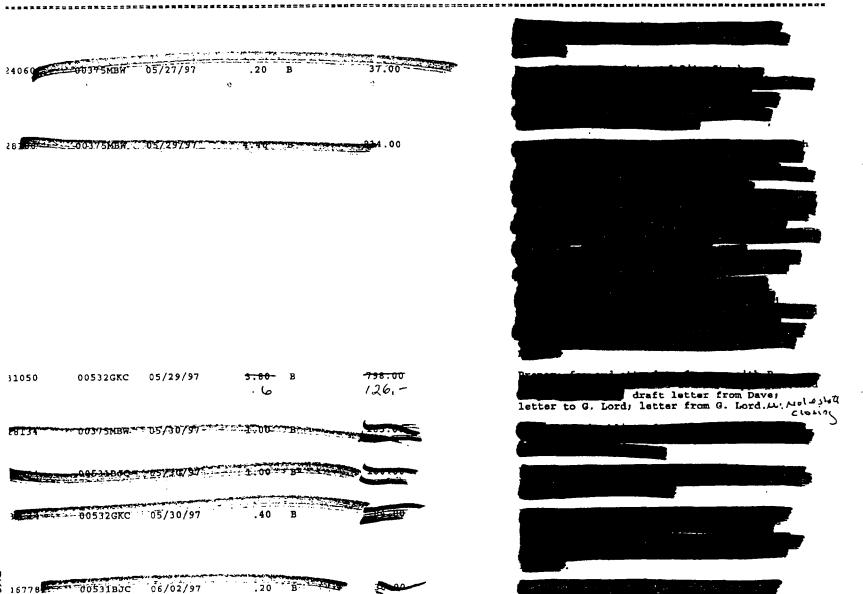
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Billing Attorney: Geoffrey K. Church

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Billing Arrangement: Hourly



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Billing Attorney: Geoffrey K. Church

Page 3 (3)

Billing Arrangement: Hourly

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Began revisions to the Report of Sale to incorporate updated post closing financial numbers on cash receipts, disbursements and on remaining cash and administrative and other payables.

Researched and the second s

Finalised updated draft of Report of Sale debtor secremongento the -bills

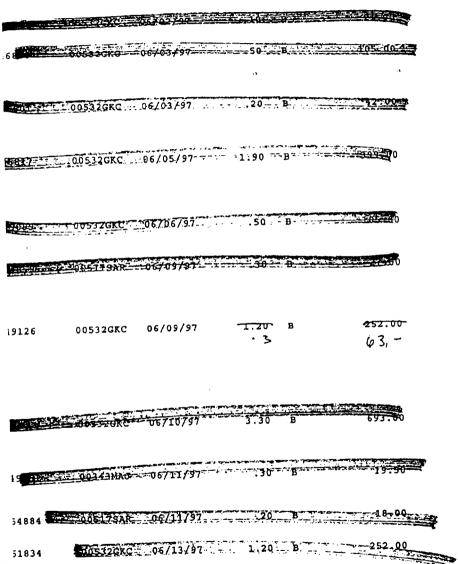
Made final revision

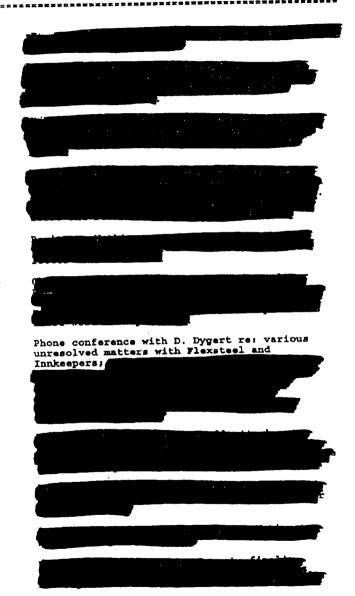
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further finalized the Report of Sale and preparing same for filing t

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DYGERT SEATING, INC.

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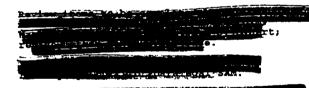
Letter from J. O'Connor re: Flexsteel review of balance due Dygert; letter to D. Dygert.

Letter to T. Frick, re. Sale for usuan



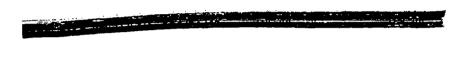


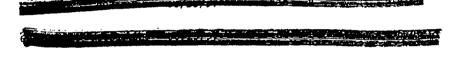


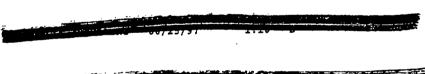


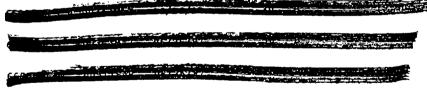


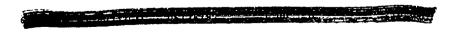












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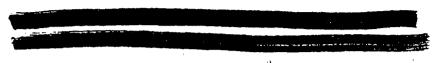
DYGERT SEATING, INC.

00288902-000025 BY INNXEEPERS OF GOSHEN, INC.

Billing Attorney: Geoffrey K. Church

Page 4 (4)

Billing Arrangement: Hourly



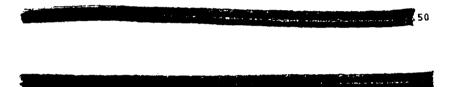
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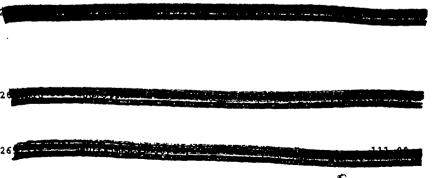
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and the state of t

Finalized and filed the Report of Sale (.S) including additional information about the name change and employee health claims,

ons

Had discussions with counsel for Innkeapers regarding formalizing the assignment of the Plyfoam receivable and debtor's assistance in this regard and received order's approving the Report of Sale and Motion to Reject Leases.

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